KAIROSOFT
AI Solutions Limited
VOLKAi
(Formerly Known as Pankaj Piyush Trade And Investment Limited)
CIN: L22209DL1982PLC25629

Date: 06th August, 2026

To
The Listing Department
BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street Mumbai, Maharashtra – 400001

Sub: Submission of Annual Report for the financial Year 2025-26 under Regulation 30 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Kairosoft AI Solutions Limited (Scrip Code: 506122)

Dear Sir/Madam,

Pursuant to Regulation 30 and 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Annual Report for the 44th Annual General Meeting of the Company scheduled to be held on Saturday, 29th August, 2026 at 12:30 Noon through video conferencing("VC")/ Other Audio/Visual Means ("OAVM") in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India from time to time.

The Annual Report for the financial year ended on 31st March, 2026 is also available on the Company's website https://kairosoft.ai/shareholder-info/

You are requested to take the above information on record.

Thanking you
Yours faithfully.

For KAIROSOFT AI SOLUTIONS LIMITED
(formerly known as Pankaj Piyush Trade and Investment Limited)

DEV ARAM
Digitally signed by DEV ARAM
Date: 2026.08.06 18:23:02 +05'30'

Deva Ram
Managing Director
DIN:- 09003288

Registered Office:
Office No. 500, 5th Floor,
ITL Twin Tower, Plot No. B-9,
NSP, Pitampura,
Delhi - 110034
+91 9818502247
admin@volkai.io
www.kairosoft.ai

Branch Office - Gurugram:
AIHP Executive Center, 1st Floor,
Plot No. 48, Sector 32, Institutional Area,
Gurugram, Haryana – 122022
+91 9311064990
connect@volkai.io
www.kairosoft.ai

Branch Office - Faridabad:
Plot No. 8, Sector 5,
Faridabad, Haryana - 121006
+91 9311551023
sales@volkai.io
www.kairosoft.ai

KAIROSOFT AI SOLUTIONS LIMITED
CIN · L22209DL1982PLC256291
BSE · ISIN INE820M01018

BUILDING INDIA'S
ENTERPRISE AI INFRASTRUCTURE

KAIROSOFT AI SOLUTIONS LIMITED

From an AI software company to a unified enterprise AI operating system — powering hiring, education and enterprise automation on one intelligent platform.

(formerly Pankaj Piyush Trade and Investment Limited)

ANNUAL REPORT
FY 2025 - 2026

PLATFORM	LIVE VERTICALS	LISTED ON	FOUNDED
VOLKAI	HR · College	BSE	1982

Contents

THE COMPANY

01 Letter from the Managing Director
02 Who We Are · Vision · Mission
03 The Kairosoft Evolution
04 The Kairosoft AI Universe
05 Platform Thesis

THE PRODUCTS

06 Volkai HR — Enterprise Hiring
07 Volkai College — AI Campus
08 Enterprise AI Solutions
09 The Technology Layer

THE STRATEGY

10 Why Now
11 Market Opportunity
12 Roadmap & Innovation Pipeline
13 Patents & Innovation
14 Vision 2030

GOVERNANCE

15 Board & Leadership
16 Corporate Information

STATUTORY REPORTS & FINANCIALS

17 Notice of 44th AGM
18 Board's Report & Annexures
19 Management Discussion & Analysis
20 Corporate Governance Report
21 Independent Auditor's Report

* Statutory reports and audited financial statements are compiled and certified by the Company's Statutory Auditors, Secretarial Auditors and Company Secretary. Their placeholders in this document mark where the certified pages are to be bound.

LETTER FROM THE MANAGING DIRECTOR

Deva Ram

MANAGING DIRECTOR · DIN 09003288

To our shareholders,

It is a privilege to present the Annual Report for the financial year ended 31 March 2026 — a year in which Kairosoft AI moved from building isolated software to building a platform. We entered the year positioning ourselves not merely as a technology vendor, but as a strategic partner in our clients' growth. We exit it with two products live in market under the Volkai banner and a clear architecture for many more.

A year of building. The defining decision of the year was structural: to stop shipping products that stand alone and instead build one enterprise AI platform on which every future product can run. Volkai HR — our AI-native hiring system — and Volkai College — our campus placement and assessment platform — are the first two verticals to sit on that shared foundation. They are not two apps; they are two expressions of one operating system.

Honest about the numbers. This platform is being built through an investment phase. Our financial results for the year reflect a company spending deliberately on talent, infrastructure and product to build durable capability rather than short-term profit. The Board and I believe this is the right sequencing for a company of our stage in a market moving this fast — and we remain accountable to you for translating that capability into revenue and returns. The steps we are taking to that end are set out in the Management Discussion & Analysis.

Where we are going. Our roadmap extends well beyond hiring and education. The same platform — agents, workflow automation, voice and document intelligence, a shared knowledge layer — is designed to carry sales, support, finance and operations use cases for enterprises. That is the arc from an AI software company, to an enterprise AI platform, to a unified AI operating system.

With technological power comes responsibility. Our commitment to transparent, fair and accountable AI is not a compliance line — in an AI economy, trust is the asset that compounds. To our people, whose ingenuity is the foundation of everything here; to our clients, whose challenges sharpen our product; and to you, our shareholders, whose belief funds the build.

Thank you

Deva Ram
Managing Director

Delhi · India
FY 2025-26

KAIROSOFT AI Solutions Ltd
VOLKAi
ILLUMINATE TOMORROW WITH VOLKAI: WHERE AI MEETS INNOVATION

WHO WE ARE

An enterprise AI platform company.

KairosoftAISolutions LimitedisaBSE-listed technologycompany building India's enterprise AI infrastructure. Under our Volkai platform, we deliver AI- native products that automate how organisations hire, teach and operate — and a shared foundation on which each new vertical is faster and cheaper to build than the last.

VISION
Empower every business with AI
To empower organisations through AI-driven solutions that create efficiency, creativity and scale — shaping the future of work across industries.

MISSION
Make AI usable for everyone
Tomakeartificial intelligence accessible and usable — for a first-year startup or a large enterprise alike. Empower innovation through intelligent technology.

MODEL
One platform, many verticals
Buildashared enterpriseAI platform, then deliver industry products on top — HR and Education today; enterprise automation next.

What We Do Today?

HR
AI RECRUITMENT — VOLKAI HR

EDU
CAMPUS PLACEMENT — VOLKAI COLLEGE

ENT
CUSTOM ENTERPRISE AI & AGENTS

R&D
VOICE · VISION · AGENTIC AI

Forward-looking statements in this report describe intent and strategy, not guaranteed outcomes. Product features listed reflect the platform roadmap; availability of specific capabilities may vary by release.

THE KAIROSOFT EVOLUTION

Yesterday a software company. Tomorrow, AI infrastructure.

1982
Listed Company

In corporated; public-market presence established.

↓

Tech
Transformation Transformation Company

Pivot into technology and software.

↓

AI
Rebrand to Kairosoft AI Solutions.

↓

Enterprise AI

Custom AI for real business outcomes.

↓

FY26

AI Platform Company
Volkai HR & College live on one platform.

↓

Next

AI Operating System
Agents & industry verticals on the OS.

↓

2030

Global AI

Infrastructure
The platform others build on.

YESTERDAY

A listed company that became an AI software business, selling capability project by project.

TODAY

An enterprise AI platform with two live verticals — hiring and education - plus custom enterprise AI.

TOMORROW

A unified AI operating system: many AI agents and industry-specific solutions on one foundation.

KAIROSOFT
AI Solutions Ltd
VOLKAi
ILLUMINATE TOMORROW WITH VOLKAI: WHERE AI MEETS INNOVATION

SIGNATURE

The Kairosoft AI Universe

One AI infrastructure platform. Three enterprise domains. A pipeline of future products — each built faster because the foundation already exists.

KAIROSOFT AI
AI INFRASTRUCTURE PLATFORM

HR	E DUC ATI ON	ENTERPRISE AI
RECRUITMENT	CAMPUS	AUTOMATION
Volkai HR	Volkai College	AI Agents · Voice
● LIVE	● LIVE	◐ BUILDING
AI ATS · Resume AI · AI Interviews Coding AI · WhatsApp AI · Onboarding	Mock Interviews · Placement Drives Assessments · Smart Library · Analytics	Workflow Automation · Document AI Chatbots · Voice AI · Enterprise APIs

FUTURE PRODUCTS · INNOVATION PIPELINE

Sales AI · CRM AI · ERP AI · Finance AI
Legal AI · Healthcare AI · Manufacturing AI · Gov AI

> "Live" denotes products in market. "Building" and pipeline items denote the platform roadmap and represent long-term direction, not committed release dates.

THE PLATFORM THESIS

Don't build one AI product. Build the platform.

Most AI companies build a single product and defend it. Kairosoft is building the layer beneath the products — the shared platform of agents, automation, models and knowledge that every vertical draws on.

The advantage compounds. When authentication, tenancy, billing, orchestration and the AI layer are shared, each new vertical is cheaper, faster and more consistent than the last. Volkai HR and Volkai College already run on this common spine; the enterprise verticals to come will inherit it.

- Shared foundation — one auth, tenancy, billing and AI orchestration layer.
- Vertical products — industry apps that feel purpose-built on top.
- Agentic future — a marketplace of AI agents for every enterprise function.

THE STACK

- Applications — HR · College · Enterprise
- AI Agents
- Workflow Engine
- LLMs · Voice · Vision
- Knowledge & Retrieval
- Enterprise Data & APIs

KAIROSOFT AI Solutions Ltd

VOLKAi ILLUMINATE TOMORROW WITH VOLKAI: WHERE AI MEETS INNOVATION

VERTICAL 01 · HUMAN RESOURCES

Volkai HR

The enterprise hiring platform

LIVE IN MARKET

An AI-native applicant tracking and hiring system that runs the funnel end to end — from bulk resume intake to AI interviews, coding evaluation and digital onboarding — with WhatsApp and calling agents keeping candidates engaged at every step.

CAPABILITIES

01
AI Applicant Tracking

Amodern ATS that organises pipelines, roles and stages with AI ranking built in.

02
Resume Intelligence

Bulk resume parsing and AI matching against role requirements at scale.

03
AI Interviews

Structured AI-led interviews that screen and score candidates consistently.

04
AI Coding Evaluation

Automated technical assessment for engineering and technical roles.

05
WhatsApp & Calling AI

Conversational agents that reach and qualify candidates on their channels.

06
Scheduling & Calendar

Coordinated interview scheduling across panels and candidates.

07
Analytics Dashboard

Funnel,source andtime-to- hire analytics for recruiting teams.

08
AI Outreach

Automated candidate sourcing and outreach sequences.

09
Digital Onboarding

Paperless onboarding that converts a hire into a productive employee.

Who it's for: enterprises and high-growth companies running volume hiring; staffing and recruitment teams that need speed without losing signal.

KAIROSOFT AI Solutions Ltd

VOLKAi

ILLUMINATE TOMORROW WITH VOLKAI: WHERE AI MEETS INNOVATION

VERTICAL 02 · EDUCATION

Volkai College

The AI campus & placement platform

LIVE IN MARKET

A platform for institutions to run placements end to end — preparing students with AI mock interviews and assessments, managing placement drives and recruiter tie-ups, and giving placement cells the intelligence to improve outcomes year over year.

CAPABILITIES

01
AI Mock Interviews
Practice interviews with AI feedback that build student readiness.

02
Placement Dashboard
Runand track placement drives, offers and recruiter relationships.

03
Assessment System
Create and administer tests to benchmark student capability.

04
Test Creation
Faculty tools to author, schedule and grade assessments.

05
Smart Library
A managed knowledge and resource layer for students.

06
Student Analytics
Track readiness, participation and outcomes at the student level.

07
Placement Intelligence
Institution-level insight into placement performance and trends.

08
Faculty Tools
Administration and oversight for placement cells and staff.

09
Recruiter Tie-ups
A bridge to the Volkai HR hiring network for campus recruiters.

The platform effect: Volkai College and Volkai HR share one foundation — a campus recruiter and an enterprise employer meet on the same network, turning two products into one hiring ecosystem.

VERTICAL 03 · ENTERPRISE

Enterprise AI Solutions

Beyond our packaged products, we build custom AI for enterprises — the same platform capabilities, configured to a specific organisation's data, workflows and industry.

1. Custom AI
Bespoke solutions tuned to enterprise processes.

2. AI Agents
Autonomous agents for defined business functions.

3. Workflow Automation
End- to- end automation of repetitive operations.

4. LLM Integration
Large language models embedded into enterprise systems.

5. Document AI
Extraction and intelligence over enterprise documents.

6. Chatbots
Conversational interfaces for staff and customers.

7. Voice AI
Voice-driven agents for calling and support

8. Industry Automation
Sector-specific automation and retrieval use cases

Advise
ENTERPRISE AI ADVISORY & ARCHITECTURE

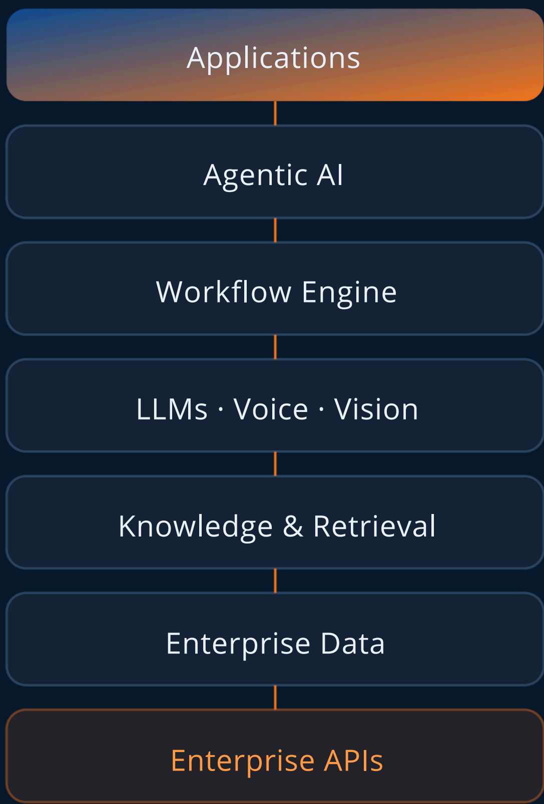
Build
CUSTOM AGENTS, AUTOMATION & RETRIEVAL

Operate
ONGOING MODEL & WORKFLOW OPERATIONS

THE TECHNOLOGY LAYER

Products are the surface. This is the machine underneath.

Every **Volkai product**t resolves down to the same set of platform primitives. Investing in the layer — not the individual app — is what lets the company enter a new vertical in months instead of years.



- Agentic AI — orchestrated agents that carry out multi-step tasks.
- LLMs — language intelligence across every product surface.
- Voice AI — calling and conversation for HR and enterprise.
- Vision AI — document and visual understanding.
- Workflow Automation — the engine that ties steps together.
- Knowledge & Retrieval — a shared, queryable knowledge base.
- Enterprise APIs — secure integration into client systems .

WHY NOW

Three waves, arriving together.

WAVE 01

AI goes mainstream

Large language models moved from research to production. Enterprises now expect AI inside every tool they buy.

WAVE 02

Automation everywhere

Costpressure and talent scarcity push organisations to automate repetitive knowledge work — hiring and operations first.

WAVE 03

The agentic workforce

The shift fromsingle models to teams of agents changes what an "application" even is — and rewards platforms, not point tools.

THE CONVERGENCE

AI → Automation → Agentic Workforce → Enterprise Transformation

Kairosoft →

India's enterprises are digitising and adopting AI at the same moment the platform is ready. A domestic, listed, India-built enterprise AI company is positioned squarely in that gap.

MARKET OPPORTUNITY

We don't compete for one market. We compound across many.

The platform model means Kairosoft's addressable market is not a single category but a stack of them — each new vertical opening a new market on shared infrastructure.

Recruitment
Enterprise hiring& applicant tracking — served today by Volkai HR.

Education
Campus placement, assessment & LMS — served today by Volkai College.

Enterprise AI
Custom agents,automation & document intelligence for organisations.

Automation
Workflow automation across back-office and operations.

Agentic AI
A future market place of function-specific AI agents.

AI Infrastructure
The long-term prize — the platform others build on.

- Market categories are shown to illustrate strategic direction. They are not a forecast of the Company's revenue or share in any category.

ROADMAP & INNOVATION PIPELINE

Where the platform goes next

2027 · FOUNDATION

- Volkai HR — scale
- Volkai College — scale
- Enterprise AI — expand
- Volkai Agency — staffing vertical

2028 · EXPANSION

- AI Sales
- AI Customer Support
- AI CRM
- AI Knowledge Base
- AI ERP Assistant · AI Finance

2029 · OPERATING SYSTEM

- AI Operating System
- AI Agents Marketplace
- Partner Ecosystem
- Global Expansion

INNOVATION PIPELINE — LONG-TERM DIRECTION

AI CALLING · AI WHATSAPP · AI VOICE ASSISTANT · AI EMAIL ASSISTANT · AI SALES AGENT · AI RESEARCH AGENT · AI MEETING ASSISTANT · AI DOCUMENT INTELLIGENCE · AI KNOWLEDGE ASSISTANT · AI CONTRACT INTELLIGENCE · AI VIDEO INTERVIEW INTELLIGENCE · AI LEARNING ASSISTANT · AI ANALYTICS COPILOT · AI WORKFLOW BUILDER

> Roadmap years and pipeline items express strategic intent and long-term direction. They are not commitments to launch specific products on specific dates and should not be relied upon as such.

PATENTS & INNOVATION

An innovation-first company

Kairosoft treats intellectual property as strategic infrastructure. Our R&D agenda spans agentic orchestration, voice and document intelligence, and the shared platform layer that our products depend on.

- **Future portfolio** — active filing programme across the platform layer
- **R&D initiatives** — agentic AI, voice, retrieval, workflow automation

VERIFY BEFORE FILING

Patent status, jurisdictions, application/grant numbers and dates must be confirmed against filing records and legal counsel before this page is published. Do not state a patent as "granted" unless the grant certificate is on file.

Agentic
MULTI-AGENT ORCHESTRATION RESEARCH

Voice
CALLING & CONVERSATIONAL AI

Docs
DOCUMENT INTELLIGENCE & RETRIEVAL

14 — HORIZON

VISION 2030

The path to AI infrastructure.

2026	Enterprise AI Products
2027	Enterprise AI Platform
2028	AI Agents
2029	AI Marketplace
2030	Global AI Infrastructure

> Vision 2030 is a statement of ambition and strategic direction. It is not a projection of financial results or a commitment to any outcome by any date.

BOARD & LEADERSHIP

The people steering the platform

Mr. Santosh Kumar Kushawaha (Chief Executive Officer)

NON-EXEC · NON-INDEPENDENT · DIN 02994288

A veteran of the secretarial stream with expertise in financial analysis, capital markets, taxation and M&A.

Has driven automation and digitisation initiatives across the Company.

Mr. Deva Ram (Managing Director)

MANAGING DIRECTOR · DIN 09003288

Rich experience across the legal, secretarial and compliance functions. Instrumental in corporate governance and regulatory compliance. Elevated to Managing Director w.e.f. 30 May 2026.

AK

Ms. Anupma Kashyap

NON-EXEC · INDEPENDENT DIRECTOR

Independent Director bringing external oversight and governance perspective to the Board.

AK

Mr. Achal Kapoor

NON-EXEC · INDEPENDENT DIRECTOR

Independent Director contributing independent judgement and governance experience to the Board.

Board composition reflects changes during the year, including the change in designation of Mr. Deva Ram to Managing Director. Director photographs and detailed profiles (qualifications, other directorships, committee memberships, shareholding) are to be inserted per the Corporate Governance Report.

CORPORATE INFORMATION

Kairosoft AI Solutions Limited

(formerly Pankaj Piyush Trade and Investment Limited)

BOARD OF DIRECTORS

Mr. Deva Ram	Managing Director
Mr. Santosh Kumar Kushawaha	Non-Exec · Non-Independent
Ms. Anupma Kashyap	Independent Director
Mr. Achal Kapoor	Independent Director

KEY MANAGERIAL PERSONNEL

Mr. Harshal Kumar Agarwal	Company Secretary & Compliance Officer
Ms. Ayushi Sinha	Chief Financial Officer

AUDITORS

Statutory	M/s S. Agarwal & Co., Chartered Accountants
Secretarial	M/s Sumit Bajaj & Associates
Internal	M/s Jain Rajeev & Associates

CORPORATE IDENTITY

CIN	L22209DL1982PLC256291
ISIN	INE820M01018
Listed on	BSE Limited
Website	www.kairosoft.ai
Email	cs@volkai.io

REGISTERED OFFICE

Unit No. 500, 5th Floor, ITL Twin Tower, Plot No. B-9, Netaji Subhash Place, Pitampura, Saraswati Vihar, North West Delhi, Delhi — 110034

REGISTRAR & SHARE TRANSFERAGENT

Skyline Financial Services Private Limited
D-153/A, Okhla Industrial Area, Phase-I, New Delhi — 11 0020

BANKERS

IDFC FIRST Bank - Sector 16, Faridabad

NOTICE OF 44TH ANNUAL GENERAL MEETING

Notice is hereby given that the **44th (Forty-Fourth) Annual General Meeting** of the members of Kairosoft AI Solutions Limited (formerly known as Pankaj Piyush Trade and Investment Limited) will be held on Saturday, 29th August, 2026 at 12:30 PM through Video Conferencing/Other Audio-Visual Means ("VC/OAVM"). The following businesses will be transacted at the AGM:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2026, and the reports of the Board of Directors and Auditors thereon;**

*To consider and if thought fit, to pass the following resolution as an **"Ordinary Resolution"***

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31st March 2026, and the reports of the Board of Directors and Auditors thereon, be and are hereby received, considered and adopted."

2. **To approve re-appointment of Mr. Santosh Kumar Kushawaha (DIN: 02994228), who retires by rotation and being eligible, offers himself for re-appointment, as a director;**

*To consider and if thought fit, to pass the following resolution as an **"Ordinary Resolution"***

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Santosh Kumar Kushawaha (DIN: 02994228), Director of the Company, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation".

SPECIAL BUSINESS:

3. **To change in designation and fix remuneration of Mr. Deva Ram (DIN 09003288),**

*To consider and, if thought fit to pass the following resolution as an **"Special Resolution"**:*

"RESOLVED THAT pursuant to the provisions of Sections 2(54), 196, 203 and all other applicable provisions, if any, of the Companies Act, 2013 read with the rules made thereunder, including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Schedule V of the Companies Act, 2013, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Articles of Association of the Company, and pursuant to the recommendation of Nomination and remuneration committee and approval of the board of director at its meeting held on 30th May 2026, the consent of the members be and is hereby accorded to change the designation of Mr. Deva Ram (DIN :- 09003288) Who is appointed in capacity of Executive Director with effect from 05-08-2025 to Managing Director of the Company with effect from 30th May, 2026, who is eligible and has consented to act as an Managing Director of the Company and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 196, 197 and 198 read with Schedule V and any other applicable provisions of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 made thereunder and Regulation 17 of the Listing Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Deva Ram shall be paid such remuneration as per the details set out in the explanatory statement annexed to the Notice, as deemed appropriate to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the remuneration as it may deem fit and as may be acceptable to Mr. Deva Ram, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment(s) thereof.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things including filing of necessary forms/documents with Registrar of Companies and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution, for matters connected therewith, or incidental thereto and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. **To consider and approve the Material Related Party Transactions for the Financial Year 2026-27.**

*To consider and if thought fit, to pass the following resolution as an **"Ordinary Resolution"***

"RESOLVED THAT pursuant to the provisions of Regulation 2(1)(zb), 2(1)(zc), 23(4) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"Listing Regulations"**), as amended from time to time, and applicable provisions of the Companies Act, 2013 (**"the Act"**) read with relevant Rules made thereunder, the Company's Policy on Related Party Transactions, and based on the recommendation of the Audit Committee and the approval of the Board of Directors, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into and/or continue to enter into material related party transaction(s)/ contract(s)/ arrangement(s)/agreement(s), whether individually or taken together with previous transactions during the financial year 2026–27, with Hrihana Homes Private Limited, related party pursuant to Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for an aggregate value not exceeding ₹50 crores (Rupees Fifty Crores only), on such terms and conditions as may be mutually agreed upon, provided that such transactions shall be undertaken in the ordinary course of business and on an arm's length basis or as otherwise permitted under applicable law."

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company (hereinafter referred to as **"the Board"**, which term shall include any Committee thereof or any officer authorized by the Board), be and is hereby authorized to do all such acts, deeds, matters, and things as may be deemed necessary, desirable, proper or expedient, including but not limited to finalizing and executing necessary documents, contracts, agreements, and such other writings, and to make such filings and seek such approvals as may be required to give effect to this Resolution, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other officer(s) or authorized representative(s) of the Company to do all such acts and take such steps as may be considered necessary or expedient to give effect to this Resolution."

RESOLVED FURTHER THAT all actions taken by the Board or its committees in this regard prior to the date of this resolution be and are hereby ratified and approved in all respects."

Registered Office:
UNIT NO. 500 5th Floor ITL Twin Tower, Plot No. B-9,
NSP, Pitampura, Saraswati Vihar,
North West Delhi, Delhi-110034
CIN: L22209DL1982PLC256291
Email ID: cs@volkai.io

Date: 05.08.2026
Place: Delhi

By order of the Board
For Kairosoft AI Solutions Limited
(Pankaj Piyush Trade and Investment Limited)

Sd/-
Mr. Harshal Kumar Agarwal
Company Secretary and Compliance Officer M.No. A51584

NOTES:

1. An explanatory statement as required under Section 102 of the Companies Act, 2013 in respect of the special business specified above is annexed hereto. Information pursuant to provisions of Regulation 36(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Item No. 3 and 4 is annexed to this notice. Further, the information and facts as specified in the Regulations 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS–2) on "**General Meetings**" issued by The Institute of Company Secretaries of India for Item No. 3 and 4 have been given in the respective explanatory statement.

2. For holding general meetings through VC/OAVM, the Ministry of Corporate Affairs (**"MCA"**) vide General Circular No. 09/2024 dated 19 September 2024, read with previous circulars issued by MCA in this regard (collectively referred to as "MCA Circulars") and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3 October 2024 issued by the Securities and Exchange Board of India (**"SEBI"**) read together with other circulars issued by SEBI in this regard (**collectively referred to as "SEBI Circulars"**), the Companies are allowed to hold Annual General Meeting ("AGM") through VC or OAVM, without the physical presence of Members at a common venue. Hence, in compliance with the said circulars and provisions of the Companies Act, 2013 (**the "Act"**) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"Listing Regulations"**), the AGM of the Company is being held through Video Conferencing/Other Audio-Visual Means (**VC/OAVM**).

3. In accordance with the Secretarial Standard - 2 on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/Guidance on applicability of Secretarial Standards -1 and 2 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.

4. A member entitled to attend and vote at the meeting is entitled to appoint a proxy/proxies to attend and vote instead of himself/ herself. Such proxy/ proxies need not be a member of the company. Since the ensuing AGM is being held through VC / OAVM, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the proxy form, route map and the attendance slip are not annexed to this notice.

5. A statement providing additional details of the Directors seeking appointment/ re-appointment as set out in Item No. 3 of this Notice is annexed herewith as required under Regulation 36(3) of Listing Regulations as amended from time to time and Secretarial Standard–2 (SS-2) on General Meetings issued by Institute of Company Secretaries of India (**"ICSI"**).

6. The Company has engaged the services of National Securities Depository Limited (**"NSDL"**) as the agency for providing e-voting facility (remote e-voting and e-voting during AGM) to the shareholders of the Company in order to cast their votes electronically in terms of the aforesaid MCA Circulars.

7. Institutional/ Corporate Members intending to participate through their authorized representative(s) are requested to send a scanned copy (JPEG/ PDF format) of their Board resolution/ authority letter/ power of attorney, etc. authorizing their re-presentative(s) to participate in the AGM (through VC/ OAVM) and to vote on their behalf through remote e-voting or e-voting during the AGM. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through his registered email address to cssumitbajaj@gmail.com with a copy marked to e-voting@nsdl.com. The **cutoff date** to decide the eligibility of members to attend and vote at AGM is Saturday**, 22nd August, 2026.**

8. The Register of Members and Share Transfer Books of the Company will remain closed from **Saturday, 22nd August, 2026 to Saturday, 29th August, 2026** for the purpose of Annual General Meeting.

9. In compliance with the Circulars, the Notice along with the Annual Report 2025-26 **("Annual Report")** is being sent only by electronic mode to those Members whose email address are registered with the Company/ RTA/Depositories. Members may please note that this Notice and Annual Report will also be available on the Company's website at www.kairosoft.ai and on website of the Stock Exchange i.e. BSE Limited at www.

bseindia.com, and on website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com. However, a member is also entitled for getting the hard copy of the Notice along with the Annual Report upon making a request via. email to cs@volkai.io or infopptinvestment@gmail.com.

10. To support the 'Green Initiative', Members who have not registered their e-mail addresses are requested to register the same with DPs. The registered e-mail address will be used for sending future communications.

11. The Notice of AGM and the Annual Report will be sent to those Members/ beneficial owners whose name appears in the Register of Members/ list of beneficiaries received from the Depositories **as on Friday, 31st July, 2026.**

12. Any person and non-individual shareholders, who acquires shares of the Company and become member of the Company after the notice is sent and holding shares as of the **cut-off date i.e. Saturday, 22nd August, 2026** may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA. However, if those shareholders are already registered with NSDL for remote e-Voting, then they can use their existing user ID and password for casting vote. In case of individual Shareholders holding securities in demat mode who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the **cut-off date i.e. Saturday, 22nd August, 2026** may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system"

13. Members who have not registered their e-mail address are requested to register the same with their respective depository participant(s). In case of any assistance, the Members are requested to write an email to skyline at mail to: admin@skylinerta.com.

14. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS- 2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of Listing Regulations read with MCA Circulars and SEBI Circular, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the AGM and facility for those Members participating in the AGM to cast vote through e-Voting system during the AGM and the shareholders who are not able to caste their vote may cast at the Annual General Meeting through e-voting facility provided for 15 minutes after conclusion of the Meeting.

15. The attendance of members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

16. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which Directors are interested maintained under companies Act, 2013 will be available for inspection by the Members electronically during the 44th AGM. Members seeking to inspect such documents can send an email to cs@volkai.io

17. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Skyline Financial Services Pvt Ltd **('the RTA")** to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to the RTA.

18. The Securities and Exchange Board of India (**"SEBI"**) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Skyline Financial Services Pvt Ltd (RTA of the Company).

19. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio

management. Members can contact the Company or RTA for assistance in this regard.

20. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.

21. Members seeking any information with regard to the accounts, are requested to write to the Company at email id: cs@volkai.io at an early date, so as to enable the Management to keep the information ready at the AGM.

22. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13.

23. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.

24. As mandated by the Securities and Exchange Board of India ("SEBI"), securities of the Company can be transferred / traded only in dematerialized form. Members holding shares in physical form are advised to avail the facility of dematerialization.

25. SEBI has vide Circular No . SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 read with SEBI/HO/ MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 and SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 ("SEBI Circulars") mandated furnishing of Permanent Account Number ("PAN"), KYC details viz. Contact Details (Postal Address, Mobile Number and E-mail), Bank Details, Nomination etc. by holders of physical securities. The Company had sent letters for furnishing the required details. Any service request shall be entertained by Skyline Financial Services Pvt Ltd only upon registration of the PAN, KYC details and the nomination. Further, in absence of the above information on or after October 1, 2023, the folio(s) shall be frozen by Skyline Financial Services Pvt Ltd in compliance with the aforesaid SEBI Circulars. If the folio(s) continue to remain frozen as on December 31, 2025, the frozen folios shall be referred by Skyline Financial Services Pvt Ltd /Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002.

Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc.

For shares held in electronic form to their Depository Participant for making necessary changes. NSDL has provided a facility for registration/updation of e-mail address and opt-in/ opt-out of nomination through the link: https://eservices.nsdl.com/ instademat-kyc-nomination/#/login

For shares held in physical form by submitting to Skyline Financial Services Pvt Ltd the forms given below along with requisite supporting documents:

Sr.No.	Particulars	Forms
1.	Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes /updation thereof	ISR-1
2.	Confirmation of Signature of shareholder by the Banker	ISR-2
3.	Registration of Nomination	SH-13
4.	Cancellation or Variation of Nomination	SH-14
5.	Declaration to opt out of Nomination	ISR-3

Members may please note that the Listing Regulations mandate transfer, transmission and transposition of securities of listed companies held in physical form only in demat mode. Further, SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_ RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate etc., by submitting a duly filled and signed Form ISR-4 along with requisite supporting documents to Skyline Financial Services Pvt Ltd as per the requirement of the aforesaid circular.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:

26. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with the Companies (Management and Administration) Rules, 2014, as amended and MCA Circulars issued in this regard, and Regulation 44 of Listing Regulations read with SEBI Circulars issued in this regard, the Company is providing to its Members facility to exercise their right to vote on resolutions proposed to be passed at the AGM by electronic means.

27. Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below (**"remote e-voting"**). Further, the facility for voting through electronic voting system will also be made available at the AGM and Members attending the AGM who have not cast their vote(s) by remote e-voting will be able to vote at the AGM.

28. **Mr. Sumit Bajaj**, Practicing Company Secretary (FCS No. 45042, COP No.23948) has been appointed as the **Scrutinizer** by the Board of Directors of the Company at its Meeting held on Wednesday, 05th August, 2026 for conducting the e-voting process including remote e-voting in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

29. The remote e-voting period begins on **Wednesday, 26th August, 2026, at 09:00 A.M.** and ends on **Friday, 28h August, 2026 at 05:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date **(cut- off date)** i.e. Saturday, 22nd August, 2026, may cast their vote electronically. A member can opt for only single mode of voting, i.e. through remote e-voting or e-voting during the Meeting.

30. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again;

31. The Members may please note that the remote e-voting shall not be allowed beyond the abovementioned date and time;

32. Any person holding shares in physical form and non-individual shareholders, who acquire shares of the Company and become Member of the Company after the Notice is sent through e-mail and holding shares as of the **cut-off date i.e. Saturday, 22nd August, 2026** may obtain the login ID and password by sending a request at evoting@nsdl.com. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you have forgotten your password, you could reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com. In case of the individual shareholders holding shares in demat mode, who acquire shares of the Company and become a Member of the Company after sending of the Notice and holding shares as of the **cut-off date i.e. Saturday, 22nd August, 2026**, may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-voting system";

33. A person who is not a member as on the cutoff date should treat this Notice for information purpose only;

34. A person, whose name is recorded in the register of Members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of e-voting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote

during the Meeting;

35. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Saturday, 22nd August, 2026;

36. The e-voting facility at the Meeting shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting and may be used for voting only by the Members holding shares as on the cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote e-voting;

37. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password;

38. To attend to any queries, you may refer the Frequently Asked Questions (**"FAQs"**) and e-voting user manual for shareholders available at the download section of www.evoting.nsdl.com or send a request at evoting@nsdl.com or contact Ms. Pallavi Mhatre, Senior Manager, at the designated e-mail ID - evoting@nsdl.com at National Securities Depository Limited, 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051, Maharashtra, India, who will also address the grievances connected with the voting by electronic means;

39. The details of the process and manner for remote e-voting are explained below:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depos-itory Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

B) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual sharehold-ers holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-**

	Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/ IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Share-holder/Member' section. A new screen will open. You will have to en-ter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirect-ed to e-Voting website of NSDL for casting your vote during the remote e-Voting periodor joining virtual meeting & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. 

Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia. com and click on login icon & New System My easi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Addi-tionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service pro-viders' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then clickon registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenti-cate the user by sending OTP on registered Mobile & Email as record-ed in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directlyaccess the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

C) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to **Step 2 i.e. Cast your vote electronically.**
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company. For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. **Password details for shareholders other than Individual shareholders are given below:**

a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. **If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:**

a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) "Physical User Reset Password" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Memberscan also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on **"Login"** button.

9. After you click on the **"Login"** button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system and join General Meeting on NSDL e-Voting system. How to cast your vote electronically and join General Meeting ?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote
during the General Meeting. For joining virtual meeting, you need to click on "VC/ OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional/ Corporate Members intending to participate through their authorised representative(s) are requested to send a scanned copy (JPEG/ PDF format) of their Board resolution/ authority letter/ power of attorney, etc. authorizing their representative(s) to participate in the AGM (through VC/ OAVM) and to vote on their behalf through remote e-voting or e-voting during the AGM. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through his registered email address to cssumitbajaj@gmail.com with a copy marked to e-voting@nsdl.com and cs@volkai.io**.** The cutoff date to decide the eligibility of members to attend and vote at AGM is Monday, 22nd August, 2026.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager- NSDL at evoting@nsdl.com.

Processfor those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids fore-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), Aadhaar (self-attested scanned copy of Aadhaar card) by email to cs@volkai.io or infopptinvestment@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@volkai.io or infopptinvestment@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI Circular dated 09 December 2020 on e-voting facility provided by Listed Companies, Individual sharehold-ers holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and e-mail ID correctly in their demat account in order to access e-voting facility.

INSTRUCTIONS FOR E-VOTING DURING THE AGM

5. The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

6. Only those Members/Shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
7. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
8. The details of the person who may be contacted for any grievances connected with the facility for e-voting on the day of the AGM shall be the same person mentioned for remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting sys-tem. Members may access by following the steps mentioned above **for Access to NSDL e-Voting system**. After successful login, you can see link of "VC/ OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/ OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

5. The Members who have any questions on financial statements or on any agenda item proposed in the notice of AGM are requested to send their queries in advance, latest by Thursday, 27 August 2026 (5:00 p.m. IST) through their registered e-mail ID address at cs@volkai.io or infopptinvestment@gmail.com by mentioning their name, DP ID and Client ID/Folio No., PAN and mobile number.
6. Members who would like to express their views or ask questions during the AGM may register themselves as speaker by send-ing their request from their registered e-mail ID mentioning their name, DP ID and Client ID/Folio No., PAN and mobile number at cs@volkai.io or infopptinvestment@gmail.com on or before wednesday, 26 August2026(5:00 p.m. IST). Those Members who have registered themselves as a speaker will only be allowed to express their views, ask questions during the AGM. The Company reserves the right to restrict the number of speakers as well as the speaking time depending upon the availability of time at the AGM.
7. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good & stable internet speed.
8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

E-VOTING RESULTS

1. The Scrutiniser will, after conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting through e-voting and remote e-voting and make a consolidated Scrutiniser's Report of the votes cast in favour or against, if any, and submit the same to the Chairman of the Meeting or a person authorised by him in writing who shall countersign the same. The Chairman or any other person authorised by the Chairman, shall declare the results within the prescribed timelines under applicable laws. The said results along with the report of the Scrutiniser will also be placed on the website of the Company at www.kairosoft.ai and the website of

skyline at www.skylinerta.com and NSDL at www.evoting.nsdl.com. The results shall simultaneously be submitted to the Stock Exchange(s) and available at www.bseindia.com.

2. Subject to receipt of requisite number of votes in favour, the resolutions proposed in the Notice shall be deemed to be passed on the date of AGM i.e., 29th th August, 2026.

Registered Office: UNIT NO. 500 5th Floor ITL Twin Tower, Plot No. B-9, NSP, Pitampura, Saraswati Vihar, North West Delhi, Delhi, Delhi, India, 110034

CIN: L22209DL1982PLC256291

Email ID: infopptinvestment@gmail.com

Place: Delhi

Date: 05.08.2026

By order of the Board
For Kairosoft AI Solutions Limited
(**Pankaj Piyush Trade and Investment Limited)**

Sd/-

Harshal Kumar Agarwal
Company Secretary and Compliance Officer Mem No. A51584

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSUREREQUIREMENTS) REGULATIONS, 2015 AND CIRCULARS ISSUED THEREUNDER

ITEM NO. 3:

Pursuant to the provision of Section 149 and 152 of the Act, the Articles of Association of the Company and on the recommendation of Nomination and Remuneration Committee ("NRC"), the Board at its meeting held on 30th May, 2026 has changed the designation of Mr. Deva Ram (DIN- 09003288) from the category of Executive Director to Managing Director of the Company with effect from 30th May, 2026 and is eligible to be appointed as an Managing Director of the Company and whose office shall not be liable to retire by rotation, subject to the approval of the members of the Company as per the provisions of the Act and Listing Regulations 2015.

In relation to Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations 2015"), the listed company shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, the approval of the Members is being sought for the change in Designation of Mr. Deva Ram (DIN- 09003288) as an Managing Director of the Company whose office shall not be liable to retire by rotation.

Mr. Deva Ram (DIN- 09003288) is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as an Executive Director.

Brief Profile of Mr. Deva Ram

Mr. Deva Ram is having a rich experience in the legal Sector, Secretarial and Compliance departments. He has been instrumental in managing corporate governance, ensuring compliance with regulatory requirements, and supporting the company's secretarial functions.

In the opinion of the Board, Mr. Deva Ram fulfils the conditions under the Act, the Rules made thereunder and the Listing Regulations, 2015 and such other laws / regulations for the time being in force, to the extent applicable to the Company. The Nomination and Remuneration Committee ("NRC") and Board are of the view that Mr. Deva Ram possesses requisite skills, background and experience and the same are in line with the role and capabilities identified by the NRC. The Board was satisfied that the appointment of Mr. Deva Ram if made will be in the best interest of the Company.

As required under Regulation 36(3) of the SEBI Listing Regulations 2015 and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, other requisite information is annexed hereto and forms part of this Notice and marked as **Annexure-A.**

The Board in its meeting held on 30th May, 2026 has also considered and approved the remuneration to be paid to Mr. Deva Ram amounting to Rs. 12,00,000/- (Rupees Twelve Lakhs Only) p.a. The approval of shareholders is sought for a term of three years under Schedule V of Companies Act, 2013.

In addition to the above explanation, following information is also provided as per Schedule V of the Act.

General Information:

1. Nature of Industry and date of commencement of commercial operations: Kairosoft AI Solutions Limited is a leading technology company specializing in advanced AI driven solutions which commenced it commercial operations w.e.f. 29th May, 1982.
2. The Financial Performance of the Company is based on given indicators:
3. Foreign Investment or collaborations: The Company does not have any foreign investments or collaborations.

Particulars	*FY2025-26 (in 000's)*	*FY2024-25 (in 000's)*	*FY2023-24 (in 000's)*
Total Revenue	*45110.31*	*17,718.25*	*18,011.18*
Profit/loss for the year	*(4254.33)*	*(23926.35)*	*(45449.78)*
Earnings per share (in Rs)	*(3.60)*	*(20.23)*	*(113.62)*

Information about Mr. Deva Ram (Appointee)

Background Details and including the Proposed Remuneration:

1. Mr. Deva Ram is having a rich experience in the legal Sector, Secretarial and Compliance departments. He has been instrumental in managing corporate governance, ensuring compliance with regulatory requirements, and supporting the company's secretarial functions.

2. The Overall Remuneration, together with perquisites, allowance, benefits and amenities payable to Mr. Deva Ram, in any financial year shall not exceed INR 12,00,000 (Rs. Twelve Lakhs Only) per annum in accordance with the limits prescribed from time to time under Section 196, 197 of the Act read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) and enactment(s) thereof for the time being in force).

3. The perquisites shall be valued in terms of actual expenditure incurred by the Company and shall be evaluated wherever applicable as per Income Tax Act, 1961 or rules made thereunder and any modification thereof.

4. The Company has earned inadequate profits in the immediately preceding financial year. However, considering the size of the Company, the industry trend, the profile and the experience of Mr. Deva Ram the proposed remuneration is commensurate in the opinion of the Board in terms of Schedule V to the Act. The Board is looking at various options to increase the Company's future revenues.
   Past Remuneration: 1200000/- p.a.

Recognition or awards: Not Applicable

Job Profile and his suitability: In the opinion of the Board, he is competent to carry on the responsibilities entrusted to him. Taking into consideration the size and financial position of the Company, the industry trend, the profile and experience of Mr. Deva Ram and the responsibility shouldered by him, the proposed remuneration as Director of the Company, as stated above, is fair and reasonable in the opinion of the Board.

Comparative remuneration profile with respect to industry, size of the company profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin): Taking into consideration the size and past performance of the Company and the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid to Mr. Deva Ram is commensurate with the remuneration packages paid to similar senior level appointees in other Companies.

Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any: Except remuneration as mentioned above, Mr. Deva Ram does not have any pecuniary relationship directly or indirectly with the Company or any relationship with the managerial personnel of the Company except that he holds insignificant shares of the Company.

Other information: Reason for loss or inadequate profits, steps proposed to be taken for improvement and expected increase in productivity and profits in measurable terms.

1. The Company has incurred losses in the immediately preceding financial year. Now, the Board is looking at various options to increase the Company's future revenues.

2. The Company is expecting 100% increase in productivity and profits in the near future.

   The Board recommends the **Special Resolution** as set out in Item No. 3 for approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, except Mr. Deva Ram and his relatives, is concerned or interested, financially or otherwise, in the resolution as set out in Item No. 3.

ITEM NO. 4:

Approval of Material Related Party Transactions

Pursuant to the Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"Listing Regulations"**), any transaction(s) entered into with a related party(s), individually or taken together with previous transactions during a financial year, exceeding the prescribed materiality thresholds shall require prior approval of the shareholders by way of an Ordinary Resolution. In terms of Regulation 23(1) read with Regulation 2(1)(zc) of the Listing Regulations, a "material related party transaction" is defined as one which individually or taken together with previous transactions during a financial year exceeds ₹1,000 crore or 10% of the annual consolidated turnover of the Company, whichever is lower, as per the last audited financial statements of the Company. Since the Company currently does not have turnover or has a very limited turnover as per the last audited consolidated financials, any trans-action entered into with related parties during FY 2026–27 could be construed as material, and would thus require prior shareholders' approval.
Accordingly, the Board of Directors, based on the approval and recommendation of the Audit Committee, seeks shareholders' consent to authorize the Company to enter into material related party transaction(s) / arrangement(s) / agreement(s) with related parties as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations, whether currently identified or to be identified during FY 2026–27, up to an aggregate value not exceeding ₹50 crores (Rupees Fifty Crores only) for the financial year 2026–27.

The transactions proposed will be carried out in the ordinary course of business and on an arm's length basis, or as otherwise permitted under applicable law, and are necessary for efficient business operations of the Company including inter-company support services, IT services, business process services, software support, consulting, and other business arrangements.
All such transactions are reviewed and approved by the Audit Committee in accordance with the Company's Policy on Related Party Transactions. The Board is also empowered to delegate authority to officers of the Company to finalize and execute necessary documents in this regard.

This approval shall remain valid up to the date of the next Annual General Meeting of the Company to be held in the year 2027.

The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/ CFD/ PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular") are being enclosed herewith as **Annexure - B.**

Registered Office: UNIT NO. 500 5th Floor ITL Twin Tower, Plot No. B-9, NSP, Pitampura, Saraswati Vihar, North West Delhi, Delhi, Delhi, India, 110034
CIN:L22209DL1982PLC256291
Email ID: cs@volkai.io

For Kairosoft AI Solutions Limited
(Pankaj Piyush Trade and Investment Limited)

Sd/-
Harshal Kumar Agarwal
Company Secretary and Compliance Officer
Mem No. A51584

Place: Delhi
Date: 05.08.2026

ANNEXURE A

THE DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT (IN PURSUANCE OF REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)

Name of the Director	**Mr. Deva Ram**
DIN	09003288
Date of Birth	01/07/1997
Age	29 Years
Date of ~~appointment~~/Change in Designation	30-05-2026
Relationship with Directors and Key Managerial Personnel	No inter-se relationship between the directors
Expertise in specific functional area	Mr. Deva Ram has an experience in the field of legal Sector, Secretarial and Compliance departments. He has been instrumental in managing corporate governance, ensuring compliance with regulatory requirements, and supporting the Company's secretarial functions.
Qualification	Graduated
Terms and conditions for appointment / reappointment	On such terms & conditions as mutually agreed by the Board
Remuneration last drawn	NIL
Remuneration sought to be paid	Rs 12,00,000/- p.a
Date of the first appointment on the Board	28th October, 2024
Number of meetings of the Board attended during the financial year 2025-26	6
Board Membership of other listed Companies as on March 31, 2026	NIL
Chairmanships/Memberships of the Committees of other public limited companies as on March 31,2026	NIL
Number of equity shares held in the Company as at March 31, 2026	NIL

ANNEXURE B

THE DETAILS OF TRANSACTIONS AS REQUIRED UNDER REGULATION 23(4) OF THE LISTING REGULATIONS READ WITH SECTION III-B OF THE SEBI MASTER CIRCULAR BEARING REFERENCE NO. SEBI/HO/ CFD/ POD2/CIR/P/0155 DATED NOVEMBER 11, 2024.

Sr. No.	Description	Particulars
1	Name of the related party	Hrihana Homes Private Limited
2	Nature of relationship (including nature of interest, financial or otherwise)	Mr. Santosh Kumar Kushawaha, Director of the Company is also a Director of Hrihana Homes Pvt Ltd
3	Type of the proposed transaction	Loans & Advances
4	Nature, duration, material terms, monetary value, and particulars of contract/arrangement	Transactions are in the ordinary course of business, at industry comparable terms. **Value**: Not exceeding ₹ 50 crores
5	Particulars of the proposed transaction	As provided under Sr. No. 4 above
6	Tenure of the proposed transaction	For FY 2026-2027
7	Value of the proposed transaction	**Not exceeding ₹50 crores**
8	% of the Company's annual consolidated turnover represented by the transaction	-
9	Justification of the proposed transaction	-
10	Details of valuation/external party report (if any)	Transactions are at arm's length; transfer pricing methods (market price or cost-plus markup) applied. Reimbursements are based on actual costs incurred.
11	Name of Director/KMP who is related	Mr. Santosh Kumar Kushawaha
12A	Source of funds	Not Applicable
12B	Financial indebtedness incurred to fund the transaction (if any)	Not Applicable
12C	Terms of loan/deposit/advance (if applicable)	The Company may receive unsecured, interest-free mobilization advances, to be adjusted against milestone-linked billing.
13	Purpose of fund utilization by ultimate beneficiary	-
14	Any other relevant information	All relevant disclosures form part of the Statement under Section 102(1) of the Companies Act, 2013, accompanying this Notice.

DIRECTOR'S REPORT

To,
The Members,

Your Board of Directors present the Company's Annual Report together with the Audited Financial Statements of your Company for the financial year ended 31st March 2026

1. FINANCIAL HIGHLIGHTS AND STATE OF AFFAIRS OF COMPANY'S AFFAIRS

(a) Financial Highlights and Operational Overview

The performance of your Company for the Financial Year ended on 31st March, 2026 is summarized below:

(Amount in Thousands)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Sales & Other Income	45110.31	17718.25
Operating profit before providing for interest & Depreciation		(23598.92)
Less: Interest	-	-
Change in inventories of finished goods	-	-
Employee benefits expenses	11395.02	6750.16
Depreciation and amortization expenses	4007.11	293.03
Other Expenses	33813.16	42559.44
Total Expenses	49312.65	49610.20
Profit before tax	4202.34	23891.95
Less: Tax Expenses	51.99	34.39
Profit after tax	**(4254..33)**	**(23926.35)**
Other Comprehensive Income	-	-
Total Comprehensive Income/(Loss) for the Year	-	-
Earning per Shares (Basic)	(3.60)	(20.23)
Earning per Shares (Diluted)	(3.60)	(20.23)

(b) State of Company Affairs as on March 31, 2026

The Company is engaged to to carry on the business of designing, developing, licensing, maintaining, and supporting Artificial Intelligence (AI) powered software solutions in India and around the globe and to undertake research and development in the field of Aland machine learning for the purpose of creating innovative software solutions, provide consultancy services related to Al implementation, integration, and application across various industries, acquire, hold, sell, lease, or otherwise deal in intellectual property rights related to Al software solutions.

During the financial year 2025-26 total revenue collected by the company is Rs.4,51,10,310/- as against Rs. 177,18,250/- in the previous year 2024-2025. Further, the company has incurred a net loss of Rs (42,54,330/-) as compared to net loss of Rs. (2,39,26,350/-) in the previous year 2024-2025. Barring unforeseen circumstances, your company will perform better in the current year.

2. Capital Structure

The Authorized Share Capital as at 31st March, 2026 stood at Rs. 21,00,00,000/- (Rupees Twenty-One Crores Only) divided into 19000000 (One Crores Ninety Lakhs) Equity Shares of 10/- (Rupees Ten Only) and 2000000 (Twenty Lakhs) Preference shares of 10/- (Rupees Ten Only). During the year under review, there was no change in the Authorized Share Capital of the Company.

The Paid-up Share Capital as at 31st March, 2026 stood at Rs 3,18,29,560/- (Rupees Three Crores Eighteen Lacs Twenty-Nine Thousand Five Hundred Sixty only) divided into 31,82,956 (Thirty-One Lacs Eighty-Two Thousand Nine Hundred Fifty-Six only) Shares out of which 11,82,956 (Eleven Lacs Eighty-Two Thousand Nine Hundred Fifty-

Six only) Equity Shares and 20,00,000 (Twenty Lacs only) Preference Shares.

Changes during the financial year in Capital Structure

During the year under review, there was no change in the capital structure of the Company. The paid-up share capital of the Company as on 31st March, 2026 stood at Rs. 3,18,29,560/- (Rupees Three Crores Eighteen Lacs Twenty-Nine Thousand Five Hundred Sixty only) Shares of Rs. 10/- each out of which 11,82,956 (Eleven Lacs Eighty-Two Thousand Nine Hundred Fifty-Six only) Equity Shares and 20,00,000 (Twenty Lacs only) Preference Shares.

3. Transfer to Reserves

During the year under review, your Company has not transferred any amount to General Reserve choosing instead to allocate resources toward opportunities that may foster growth and resilience in the future. The decision reflects a careful consideration of our current needs and a strategic approach.

4. Dividend

The Board of Directors has decided not to declare any dividend for the financial year 2025-26 in order to maintain liquidity of funds. The Board assures you to present a much strong financial statements in upcoming years.

5. Loans, Guarantees and Investments

The particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilised as per the provisions of Section 186 of the Act are provided in the financial statements for the financial year ended 31st March, 2026. (Please refer to Notes to the financial statements). Financial Statements are self-explanatory in nature.

6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

No Material changes and commitments affecting the financial position of the company have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

7. Significant & Material Orders passed by the Regulators or Courts or Tribunals.

1. During the year under review, the BSE Limited (**"the Exchange"**) has imposed the SOP fine of Rs. 1,07,380/- for Noncompliance of Regulation 6 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 w.r.t. Appointment of Compliance Officer within the prescribed timeline in First quarter of 2024. The Company had paid entire amount of the fine on 27th July 2026 to the Exchange ensuring compliances with the regulatory requirement.

2. On April 4, 2025, the Bombay Stock Exchange (BSE) issued a notice informing that the Company's securities have been placed under Graded Surveillance Measure (GSM 4), effective April 7, 2025.

Following a thorough review, our management has decided to initiate legal proceedings by filing a writ petition challenging this arbitral action of the BSE in Delhi High Court through our senior Advocate Sh. Kapil Sibal.

On **9 April 2025**, the company filed **Writ Petition (Civil) No. 4633/2025** before the Hon'ble Delhi High Court against BSE Limited through Senior Advocate Shri Kapil Sibal. During the proceedings, the Court issued notice to the respondents and considered the issue of territorial jurisdiction over multiple hearings.

On **9 June 2025**, the Delhi High Court dismissed the writ petition solely on the ground of **lack of territorial jurisdiction**, while granting the company liberty to approach the jurisdictionally appropriate High Court. Pursuant to this liberty, the company-initiated **Writ Petition No. 2966 of 2025** before the Hon'ble Bombay High Court. Subsequently, BSE issued a notice dated **5 August 2025** informing that the company's securities would be removed from **GSM Stage 4** with effect from **6 August 2025**.

In view of the withdrawal of the GSM restrictions, the company decided to withdraw its writ petition before the Bombay High Court. The Hon'ble Bombay High Court permitted the withdrawal on **17 September 2025**, thereby concluding the legal proceedings. The company subsequently made the necessary regulatory disclosures, including clarifying that it informed the stock exchange immediately upon becoming aware of the uploaded court order, while reiterating its commitment to corporate governance, transparency, and compliance with applicable laws and regulations.

Management Commitment: Our management is in believe that this action is necessary to safeguard the interests of the Company and its stakeholders. Our objective is to uphold the integrity of our operations and protect stakeholder rights. We want to assure our shareholders that we are committed to navigating this matter diligently and effectively. Our aim is to resolve these issues in a manner that upholds our company's reputation and aligns with our long-term strategic goals.

8. CHANGES IN THE NATURE OF BUSINESS

During the reporting period, there is no change in the nature of business of the company.

9. PUBLIC DEPOSIT

During thereporting period, your Company has not accepted any deposits from the public in terms of the provisions of Chapter V of the Companies Act, 2013

10. REGULATORY STATEMENT

In conformity with the provision of Regulation 34 of SEBI (Listing Obligations Disclosure Requirements), Regulations, 2015, the required disclosures for the year ended 31st March, 2026 are annexed hereto.

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on 31st March, 2026, your Company's Board has five members. This includes two Executive Directors one of whom is Managing Director, one Non-Executive Non-Independent Director and two Non-Executive Independent Director one of whom is Woman Independent Director. The details of which were fully set forth in the Corporate Governance Report, annexed to this Annual Report.

A. CHANGES IN BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

CHANGES IN BOARD OF DIRECTORS

During the Financial Year ended 31st March, 2026, the following changes were made in the Board of Directors of the Company:

Appointments

1. On the recommendation of Nomination and Remuneration Committee ("NRC") and in terms of the provisions of the Act, the Board had appointed;

a) Mr. Santosh Kumar Kushawaha (DIN:02994228) as an Additional Director (Non-Executive Non Independent) of the Company w.e.f. 05th August, 2025. (*)

(*) The aforementioned appointments of Mr. Santosh Kumar Kushawaha, and Change in designation of Mr. Deva Ram from Non-Executive Director to Executive Director were approved by the Members through Postal Ballot dated 18th July, 2024 for which the remote e-voting period were commenced from Friday, 12th September, 2025 and ended on Sunday, 14th September, 2025.

In the opinion of the Board, the Independent Directors appointed during the year, possess requisite integrity, expertise, experience and proficiency.

Cessations

a) Mr. Santosh Kumar Kushawaha had resigned from the office of Executive Director of the Company w.e.f. 30th June, 2025.

b) Mr. Prashant Sethi had resigned from the office of Additional Director of the Company w.e.f 05.08.2025

Further, all the Directors has confirmed that there is no other reasons apart from those mentioned in the resignation letter and as intimated to the Bombay Stock Exchange from time to time respectively.

B. CHANGE IN KEY MANAGERIAL PERSONNEL

The following changes were made in the Key Managerial Personnel of the Company during the Financial Year ended 31 March, 2026;

Appointments

On recommendation of Nomination and Remuneration Committee and Audit Committee, the Board has appointed

1) Ms. Ayushi Sinha as Chief Financial Officer of the Company with effect from 30th May, 2025.

2) Ms. Naina Soni, as Company Secretary and Compliance Officer of the Company with effect from 30th May, 2025.

Cessations

1) Mr. Raman Kumar, Chief Financial Officer (CFO) of the Company has resigned from his office with effect from 30th May, 2025.

2) Mr. Bhag Chand Sharma, Company Secretary and Compliance Officer resigned from his office with effect from 30th May, 2025.

3) Ms. Naina Soni,, Company Secretary and Compliance Officer resigned from his office with effect from 02nd December, 2025.

Changes occurred after the closure of the Financial Year 2024-25:

A. On recommendation of Nomination and Remuneration Committee and Audit Committee, the Board at its meeting held on 30th May, 2025 has appointed:

- Mr. Harshal Kumar Agarwal, as Company Secretary and Compliance Officer of the Company with effect from th May, 2026.

- Change in designation of Mr. Deva Ram from Executive Director to Managing Director with effect from 30th May, 2026.

Further, they have confirmed that there is no other material reasons apart from those mentioned in the resignation letter and as intimated to the Bombay Stock Exchange for their resignation from the Company.

C. RETIRE BY ROTATION

Pursuant to Section 152 of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Santosh Kumar Kushawaha (DIN:02994228) is liable to retire by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

D. MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company met one time during the year where all the independent directors were present under the requirement of the Companies Act, 2013. The Meeting of Independent Directors was held on 20th August, 2025.

E. DECLARATION OF INDEPENDENCE BY THE INDEPENDENT DIRECTORS AND STATEMENT ON COMPLIANCE OF CODE OF CONDUCT

The Company has received declarations from each Independent Director of the Company confirming that they met with the criteria of independence as laid down in sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV to the Act. The Board is in the opinion that the directors of the company (including independent directors) are of integrity, expertise and experience (including the proficiency) who was appointed during the financial year. The Board has received declarations from every director about the Compliance of Company's Code of Conduct,

F. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

A policy on familiarization program for independent directors has also been adopted by the Company. All new Independent Directors inducted to the Board are presented with an overview of the Company's business operations, products, organization structures and about the Board Constitutions and its procedures. Framework for Familiarization Programme for the Independent Directors and the details of Familiarization Programme imparted to Independent Directors are made available on the website of the Company at https://kairosoft.ai/shareholder-info/

G. KEY MANAGERIAL PERSONNEL OF THE COMPANY

Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on the date of this report are;

1) Mr. Deva Ram – Managing Director
2) Mr. Harshal Kuamr Agarwal- Company Secretary and Compliance Officer and;
3) Ms. Ayushi Sinha- Chief Financial Officer

H. ATTRIBUTES, QUALIFICATIONS AND APPOINTMENT OF DIRECTORS

The Nomination and Remuneration Committee has adopted the attributes and qualifications as provided in Section 149(6) of the Act and Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014, in respect of Independent Directors. The Committee has also adopted the same attributes and qualifications, to the extent applicable, in respect of Non-Independent Directors. All the Non-Executive Directors of the Company fulfil the fit and proper criteria for appointment as Directors. Further, all Directors of the Company, other than Independent Directors are liable to retire by rotation. One-third of the Directors who are liable to retire by rotation, retire every year and are eligible for re-election.

I. REMUNERATION POLICY

The Board, on the recommendation of the Nomination and Remuneration Committee, approved the Remuneration Policy for the Directors, Key Managerial Personnel and other employees of the Company, a copy of which is available on the website of the Company at https://kairosoft.ai/shareholder-info/ and attached herewith the Report and marked as **ANNEXURE-I**

J. BOARD PERFORMANCE EVALUATION

The Board carried out formal annual evaluation of its own performance and that of the individual Directors as also functioning of the Board Committees pursuant to the provisions of Companies Act, 2013, SEBI ((Listing Obligations and Disclosures Requirements) Regulations, 2015) and the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017, as required in terms of Section 134 (3) (p) of the Act. The performance evaluation of the Board, its committees and individual Directors was based on criteria approved by the Nomination and Remuneration Committee. The Directors expressed their satisfaction with the overall evaluation process. In the separate meeting of Independent directors, performance of non-independent directors, the Chairman of the Board and the board as a whole was evaluated, taking into account the views of executive directors and non-executive directors.

12. NUMBER OF BOARD MEETINGS

During the year ended 31 March, 2026, the Board met 6 (Six) times. The Intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 (the "Act"). Required quorum was present throughout each meeting as per the requirement of the said Act .

Sr.No.	Date of Meeting	Total Number Directors Associated as on the date of meeting	Number of directors attended	% of attendance
1.	30th May, 2025	5	5	100
2.	30th June, 2025	5	5	100
3.	05th August, 2025	5	5	100
4.	20th August, 2025	5	5	100
5.	14th November, 2025	5	5	100
6.	11th February, 2026	5	5	100

13. BOARD COMMITTEE AND MEETINGS

As on 31st March, 2026, the Company 3 (Three) Board Committees with the following members:

Audit Committee	
Mr. Achal Kapoor	Chairperson- Non-Executive - Independent Director
Ms. Anupma Kashyap	Member- Non-Executive - Independent Director
Mr. Santosh Kumar Kushawaha	Member- Non-Executive Non-Independent Director

Nomination and Remuneration Committee	
Mr. Anupma Kashyap	Chairperson- Non-Executive - Independent Director
Mr. Achal Kapoor	Member-Non-Executive - Independent Director
Mr. Santosh Kumar Kushwaha	Member-Non-Executive-Non-Independent Director

Stakeholders Relationship Committee	
Ms. Anupma Kashyap	Chairperson- Non-Executive - Independent Director
Mr. Sagar Khurana	Member- Executive Director-MD
Mr. Deva Ram	Member- Executive Director

CHANGES OCCURRED IN COMMITTEES OF BOARD: Please refer Corporate Governance Report, which forms part of this Report

THE DETAILS OF THE AUDIT COMMITTEE MEETING HELD DURING THE YEAR ARE AS FOLLOWS: During the year ended 31st March, 2026, 5 (Five) Meetings of the Committee were held on:

Sr. No.	Date of Meeting	Total Number Of Members entitled to attend the Meeting	Number Of directors Attended	% of attendance
1.	30th May, 2025	3	3	100
2.	05th August, 2025	3	3	100
3.	20th August, 2025	3	3	100
4.	14thNovember, 2025	3	3	100
5.	11th February, 2026	3	3	100

THE DETAILS OF THE NOMINATION AND REMUNERATION COMMITTEE MEETING HELD DURING THE YEAR ARE AS FOLLOWS:

During the year ended 31st March, 2026, 4 (Four) Meetings of the Nomination and Remuneration Committee were held on:

Sr. No.	Date of Meeting	Total Number Of Members entitled to attend the Meeting	Number Of directors Attended	% of attendance
1.	30th May, 2025	3	3	100
2.	30th June, 2025	3	3	100
3.	05th August, 2025	3	3	100
4.	20th August, 2025	3	3	100

THE DETAILS OF THE STAKEHOLDER'S RELATIONSHIP COMMITTEE MEETING HELD DURING THE YEAR ARE AS FOLLOWS;

During the year ended 31st March, 2026, 2 (Two) meetings of Stakeholder's Relationship Committee were held on:

Sr. No.	Date of Meeting	Total Number Of Members entitled to attend the Meeting	Number Of directors Attended	% of attendance
1.	30th May, 2025	3	3	100
2.	17thSeptember, 2025	3	3	100

14. DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 134(5) of the Act, your Board of Directors to the best of their knowledge and ability confirm that:

1) in the preparation of the Annual Accounts, the applicable Accounting Standards had been followed with proper explanation relating to material departures, if any;

2) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

3) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;

4) they have prepared the Annual Accounts on a going concern basis;

5) they have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively.

6) proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

15. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

As at 31 March, 2026 the Company does not have any subsidiary, associate or joint venture. Hence, Form AOC-1 is Not Applicable.

16. LISTING INFORMATION

The Equity Shares of the Company are presently listed on BSE Limited and Annual listing fee for the financial year 2025- 26 has been duly paid.

17. DEMATERIALIZATION OF SHARES

The securities of the Company are admitted with NSDL and CDSL, the ISIN allotted to the Company is **INE820M01018.**

18. DETAILS OF INVESTOR'S GRIEVANCES/ COMPLAINTS

During the financial year ended March 31, 2026, the Company received and resolved 1 investor complaint during the year. As of March 31, 2026, there were no pending complaints registered with SEBI, and no outstanding requests for share transfers or dematerialization of shares.

19. CORPORATE GOVERNANCE

The provision of Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is applicable to Company and thus the Corporate Governance Report, enclosed as **"ANNEXURE- II"** forms part of this Report.

20. CORPORATE SOCIAL RESPONSIBILTY

During the year under review, your Company does not touch the threshold limit as per the provisions of Section 135 of the Companies Act,2013, accordingly the Company does not require to meet out the Compliance requirement as stipulated under Section 135 of the Companies Act, 2013.

21. PARTICULARS OF EMPLOYEES:

Disclosure on remuneration pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014:

There are no employees drawing remuneration in excess of the limits set out in the said Rules during the financial year. Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are as follows:

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Remark</th></tr>
<tr><td>1</td><td colspan="2">The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year.</td></tr>
<tr><td></td><td colspan="2"><table>
<tr><th>Sr.No.</th><th>Name</th><th>Designation</th><th>Ratio</th></tr>
<tr><td>1</td><td>Mr. Deva Ram</td><td>Managing Director</td><td>5.74</td></tr>
<tr><td>2</td><td>Mr. Santosh Kumar Kushawaha</td><td>Non-Executive Non Independent Director</td><td>NA</td></tr>
<tr><td>3</td><td>Mrs. Anupma Kashyap</td><td>Independent Director</td><td>NA</td></tr>
<tr><td>4</td><td>Mr. Achal Kapoor</td><td>Independent Director</td><td>NA</td></tr>
<tr><td>5</td><td>Mr. Raman Kumar</td><td>CFO</td><td>NA</td></tr>
<tr><td>6</td><td>Ms. Ayushi Sinha</td><td>CFO</td><td>NA</td></tr>
<tr><td>7</td><td>Mr. Bhag Chand Sharma</td><td>CS</td><td>0.17</td></tr>
<tr><td>8</td><td>Ms. Naina Soni</td><td>CS</td><td>0.91</td></tr>
<tr><td></td><td></td><td></td><td></td></tr>
</table></td></tr>
<tr><td>2</td><td>The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.</td><td>NIL</td></tr>
<tr><td>3</td><td>The percentage increase in the median remuneration of employees in the financial year.</td><td>102%</td></tr>
<tr><td>4</td><td>Affirmation that the remuneration is as per the remuneration policy of the Company</td><td>The Company hereby affirms that the remuneration paid to the Directors, Key Managerial Personnel and other employees during the financial year was in accordance with the Remuneration Policy of the Company.</td></tr>
<tr><td>5</td><td>The number of Permanent employees on the Pay Rolls of the Company</td><td>10</td></tr>
</table>

*ID- Independent Director; ED-Executive Director; NED- Non-Executive Director; CFO- Chief Financial Officer; CS- Company Secretary

Percentage increase in Median remuneration of employees in financial year 2025-26: **Nil**

Number of permanent employees on rolls of the Company as on 31st March, 2026: **10**

Average percentile increases already made in the salaries of employees other than the Managerial Personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof: During the financial year 2025–26, the average percentile increase in the salaries of employees other than managerial personnel was 58%. The remuneration of managerial personnel remained unchanged during the year, and accordingly, there was no increase in the remuneration of the Managing Director, Whole-time Directors and CEO. The increase in Salaries of employees was based on: The increase in salaries was based on individual performance, annual appraisal process, market benchmarks, and business requirements.

Average remuneration increase for Non-Managerial Personnel of the Company during the financial year was: There was no increase in remuneration of any non-managerial personnel during the year.

22. Disclosure under Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company provides a gender friendly workplace, during the year under review, there were no cases filed pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The Company has not received any complaints of work place complaints, including complaints on sexual harassment during the year under review

Disclosure on remuneration pursuant to Section 197 of the Companies Act, 2013 read with Rule 5 (1) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

Your Company has zero tolerance towards any action on the part of any executive which may fall under the ambit of 'Sexual Harassment' at workplace and is fully committed to uphold and maintain the dignity of every woman executive working in your Company. The Sexual Harassment Policy provides for protection against sexual harassment of women at workplace and for prevention and redressal of such complaints. During the year under review, there were no complaints pending as on the beginning of the financial year and no new complaints were filed during the financial year under review.

23. Statement With Respect to Compliance of Provisions Relating to The Maternity Benefit Act 1961

The Company declares that it has duly complied with the provisions of the Maternity Benefit Act, 1961. All eligible women employees have been extended the statutory benefits prescribed under the Act, including paid maternity leave, continuity of salary and service during the leave period, and post-maternity support such as nursing breaks and flexible return-to-work options, as applicable. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

24. Particulars of Energy Conservation, Technology Absorption and Foreign Exchange Earning And Outgo

Considering the long-term sustainability goals, Your Company has adopted a triple bottom line approach that focuses on economic, environmental, and social returns. This approach has heightened the Company's environmental consciousness, leading to a commitment to minimize carbon footprint and greenhouse effects. While the Company's operations may not be energy-intensive, the management recognizes the importance of energy conservation at all levels and seeks to utilize alternative energy sources. Strict norms are followed to conserve energy, and the Company is dedicated to maintaining an eco-friendly environment within the company. Your Company does not currently have any Technology Agreement.

1. <u>CONSERVATION OF ENERGY</u>

a. **Steps taken on conservation of energy and impact thereof**: Efforts to conserve electricity by operating only necessary lights, fittings and fixtures were made during the financial year 2025-26.

b. **Steps taken by the company for utilizing alternate sources of energy**: Nil

c. **Capital investment on energy conservation equipment:** Nil

2. TECHNOLOGY ABSORPTION

a. **Efforts, in brief, made towards technology absorption and benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution, etc:** Nil

b. **No technology was/were imported during the last 3 years reckoned from the beginning of the financial year**

c. **Expenditure incurred on research and development –** Nil

3. FOREIGN EXCHANGE EARNINGS AND OUTGO

There were no foreign exchange earnings or outflow during the Financial Year 2025-26

25. HEALTH, SAFETY AND ENVIRONMENT:

Safety and occupational health responsibilities are integral to your company's business process. Safety is a key performance indicator and your company is committed to ensuring zero harm to its employees, to any person in the company premises and to the community. The company is continuously focusing on improved training, new initiatives, your company is also focusing on environment protection policy.

26. MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

As required under the Listing Regulations, the Managing Director and the CFO of the Company have certified the accuracy of financial statements for the financial year 2025-26 and adequacy of internal control systems for financial reporting for the said year, which is appended to this Report.

27. INTERNAL FINANCIAL CONTROLS

Your Company has a system in place to ensure that financial and operational information is recorded properly and that it complies with all internal controls, regulations, and statutes. The internal financial control systems and procedures are appropriate for the Company's size and type of business. The goal of these procedures is to ensure the efficient use and protection of the Company's resources, the accuracy of financial reporting, and compliance with statutes and Company procedures. The existing system ensures the orderly and efficient conduct of business, including adherence to Company policies, the protection of assets, the prevention and detection of fraud and errors, the accuracy and completeness of accounting records, and the timely preparation of reliable financial information. There were no instances of fraud during the year under review.

Your Company has adequate internal financial controls in place with respect to the financial statements. These controls were tested during the year and no material weaknesses in design or operation were found. The internal financial control systems and procedures and their effectiveness are audited and reviewed on a regular basis and monitored by the Audit Committee of the Board of Directors of the Company on a periodic basis.

28. AUDITORS

A. STATUTORY AUDITOR AND AUDIT REPORT

Upon recommendation of the Audit Committee and Board of Directors, **M/s. S. Agarwal & Co.**, Chartered Accountants (ICAI Firm Registration No. 000808N} were appointed at the Extra Ordinary General Meeting of the Company held on 28th October, 2024 and shall hold office until the conclusion of the ensuing Annual General Meeting to be held in the year 2025, pursuant to section 139 & 142 of the Companies Act, 2013 read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014.

During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134(3)(ca) of the Act.

The audit report Does not contain any qualifications in the financial statements of the Company for the financial year ended on 31st March, 2026

B. SECRETARIAL AUDITOR & SECRETARIAL AUDIT

Pursuant to Section 204 of the Companies Act, 2013, and the rules made there under, **M/s Sumit Bajaj & Associates (ACS No: 45042, CP No: 23948)**, Company Secretaries in practice, was appointed as the Secretarial Auditor of the

Company for the period 2025-2030. The Secretarial Audit Report issued by Mr. Sumit Bajaj, Practicing Company Secretary is provided under **Annexure III** to this Report along with the Secretarial Compliance Report.

C. INTERNAL AUDITOR

M/s Jain Rajeev & Associates, Chartered Accountants, is appointed as Internal Auditor of the Company to conduct the internal audit of the Company for the Financial Year 2025-26, as required under Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014.

To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee of the Board. Based on the report of the internal audit function, Company undertakes corrective action in their respective areas and thereby strengthens the controls. Recommendations along with corrective actions thereon are presented to the Audit Committee of the Board and accordingly, implementation has been carried out by the Company.

There are no qualifications, reservations, or adverse remarks made by Internal Auditors in their Report during the Financial Year 2025-26.

29. MAINTENANCE OF COST RECORDS AS SPECIFIED UNDER SECTION 148 OF THE COMPANIES ACT, 2013

The provisions of maintenance of cost records as specified under sub-Section (1) of Section 148 of the Companies Act, 2013 is not applicable to the company and accordingly accounts and records are not required to be maintained as per the provisions of this Section.

30. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12) OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

During the Financial Year 2025-26 no frauds were reported to the Central Government or to the Board of Directors or the Audit Committee of the Board of Directors in terms of provisions of Companies Act, 2013.

31. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is enclosed herewith and marked as **ANNEXURE IV** forming a part of this Annual Report.

32. COMPLIANCE WITH SECRETARIAL STANDARD

The Board of Directors states that the company has complied with the provisions of the applicable Secretarial standards issued by the Institute of Company Secretaries of India, as amended from time to time.

33. EXTRACTS OF ANNUAL RETURN

The Annual Return of the Company for the financial year ended 31st March, 2026 is available on the website of the Company which can be accessed at https://kairosoft.ai/shareholder-info/

34. ESTABLISHMENT OF VIGIL MECHANISM

The Vigil Mechanism Policy of the Company is formulated in terms of Section 177 (9) of the Companies Act, 2013 read with the provisions of the Listing Agreement with the Stock Exchange(s) and thereby also incorporates Whistle Blower Policy. That as per the said policy protected disclosures can be made by the Whistle Blower to the dedicated e-mail / telephone line/ letter to Chairman of Audit Committee. The Policy on Vigil Mechanism and Whistle Blower Policy as approved by the Board is available on the website of the Company at web link: https://kairosoft.ai/shareholder-info/

35. PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for the Prevention of Insider Trading to regulate trading in its securities by Directors and designated employees. The Code mandates prior clearance for any dealings in the Company's shares and strictly prohibits trading while in possession of unpublished price-sensitive information or during periods when the Trading Window is closed. The Board of Directors is responsible for overseeing the implementation of this Code. All Directors and designated employees have confirmed their compliance with its provisions.

36. CFO CERTIFICATE

The Company is in receipt of Certificate in terms of provisions of Regulation 33(2)(a) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 from the Chief Financial Officer (CFO) of the company do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading. The same is annexed herewith and marked as **ANNEXURE-V.**

37. INDUSTRIAL RELATIONS:

During the year under review, your Company enjoyed cordial relationship with employees at all level.

38. DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

No such one-time settlement was done with Banks or financial institutions

39. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC):

No CIRP process has been initiated by or against the Company during the Financial year 2025-26 under IBC Code, 2016.

40. VOLUNTARY REVISION OF FINANCIAL STATEMENTS OR BOARD'S REPORT

The same is not applicable on the Company.

41. DETAILS OF ISSUE OF EMPLOYEE STOCK OPTION SCHEME AND SWEAT EQUITY SHARES

The same is not applicable on the Company.

42. Appreciation

Your Company has been able to operate efficiently because of the culture of professionalism, creativity, integrity and continuous improvement in all functions and areas of its operations as well as the efficient utilization of your Company's resources for sustainable and profitable growth. Your Directors hereby wish to place on record their appreciation of the efficient and loyal services rendered by each and every employee, without whose whole-hearted efforts, the overall satisfactory performance would not have been possible. Your directors look forward to the long-term future with confidence.

For **Kairosoft AI Solutions Limited**
(Pankaj Piyush Trade and Investment Limited)

Date: 05.08.2026	**Sd/-**	**Sd/-**
Place: Delhi	**Deva Ram**	**Santosh Kumar Kushawaha**
	Managing Director	**Director**
	DIN: 09003288	**DIN: 02994228**

ANNEXURE-III

FORM NO. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH,2026
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members of
Kairosoft AI Solutions Limited
(Formerly Known as Pankaj Piyush Trade and Investment Limited)
UNIT NO. 500 5th Floor ITL Twin Tower, Plot No. B-9, NSP,
Pitampura, Saraswati Vihar, North West Delhi, Delhi-India, 110034

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kairosoft AI Solutions Limited** (Formerly Known as Pankaj Piyush Trade and Investment Limited) (hereinafter called the "Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and accordingly, expressing my opinion thereon.

Based on our inspection, verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2026 has possibly complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on March 31, 2026 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under,
(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
(iii) The Depositories Act,1996 and the Regulations and Bye-laws framed thereunder;
(iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act');

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d) The Securities and Exchange Board of India (Share Based Employee Benefits and sweat equity) Regulations, 2021; (No transaction has been recorded during the Audit Period)
e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (No transaction has been recorded during the Audit Period)
h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018(No transaction has been recorded during the Audit Period)

i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

j) The statutory auditor has issued a qualified opinion in the audit report for the financial year ended March 31, 2026.

In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

In respect of Direct and Indirect Tax Laws like Income Tax Act, Goods & Service Tax Act, Excise & Custom Acts we have relied on the Reports given by the Statutory Auditor of the company.

We have also examined the compliance with the applicable clauses of the following:

1. Secretarial Standard issued by The Institute of Company Secretaries of India with respect to board and general meetings.
2. The Listing Agreement entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines,
standards etc.

We further report that the Board of Directors of the Company is duly constituted with proper balance of executive directors, non-ex-ecutive directors and independent directors including one-woman independent director.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and there exist the system for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

All decisions of the Board were unanimous and the same are captured and recorded as part of the minutes.

We further report that there is scope to improve the systems and processes in the company and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines

During the period under review, the following appointments and resignations of Directors took place:

Appointments:

1. Mr. Santosh Kumar Kushawaha was appointed as an Non-Executive Director with effect from August 05, 2025.
2. Mr. Deva Ram was appointed as a Managing Director with effect from May 30, 2025.
3. Ms. Ayushi Sinha was appointed as a Chief Financial Officer with effect from May, 30 2025.
4. Ms. Naina Soni was appointed as a Company Secretary and compliance Officer with effect from May, 30 2025.

Resignations:

1. Mr. Santosh Kuamr Kushawaha, Executive Director, resigned with effect from June 30, 2025.
2. Mr. Prashant Sethi, Additional Director, resigned with effect from August 05, 2025.
3. Mr. Raman Kumar, Chief Financial Officer, resigned with effect from May 30, 2025.
4. Mr. Bhag Chand Sharma, Company Secretary, resigned with effect from May 30, 2025.
5. Ms. Naina Soni, Company Secretary and compliance officer with effect from December 02, 2025

The following was observed in relation to Significant and Material Orders Passed by the Regulators or Courts or Tribunals:

During the period under review, the following significant and material orders were passed by the regulatory authorities and/or judicial bodies:

1. SOP Fine by BSE under SEBI (LODR) Regulations:

During the year under review, the BSE Limited (**"the Exchange"**) has imposed the SOP fine of Rs. 1,07,380/- for Noncompliance of Regulation 6 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 w.r.t. Appointment of Compliance Officer within the prescribed timeline in First quarter of 2024. The Company had paid entire amount of the fine on 27th July 2026 to the Exchange ensuring compliances with the regulatory requirement.

2. Graded Surveillance Measure (GSM – Stage 4) and Legal Proceedings:

On April 4, 2025, BSE Limited issued a notice placing the securities of the Company under Graded Surveillance

Measure (GSM – Stage 4) with effect from April 7, 2025.

Upon detailed examination of the facts and circumstances surrounding the said action, the management of the Company resolved to initiate legal proceedings. Accordingly, a Writ Petition (W.P. (C) No. 4633/2025) along with CM Application No. 21406/2025 was filed before the Hon'ble High Court of Delhi, through Senior Advocate Shri Kapil Sibal, challenging the BSE's action.

However, vide order dated April 9, 2025, the Hon'ble Mr. Justice Vikas Mahajan of Court No. 13, High Court of Delhi, was pleased to dismiss the writ petition on the ground of lack of territorial jurisdiction, while granting the Company liberty to approach the jurisdictionally appropriate forum, i.e., the Hon'ble High Court of Bombay.

Pursuant to the said liberty, the Company has filed an appropriate petition before the Hon'ble Bombay High Court, seeking necessary reliefs and directions in the matter. BSE issued a notice dated **5 August 2025** informing that the company's securities would be removed from **GSM Stage 4** with effect from **6 August 2025**.

In view of the withdrawal of the GSM restrictions, the company decided to withdraw its writ petition before the Bombay High Court. The Hon'ble Bombay High Court permitted the withdrawal on **17 September 2025**, thereby concluding the legal proceedings. The company subsequently made the necessary regulatory disclosures, including clarifying that it informed the stock exchange immediately upon becoming aware of the uploaded court order, while reiterating its commitment to corporate governance, transparency, and compliance with applicable laws and regulations.

We further report that as informed to us, the Company has undertaken event/ action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For Sumit Bajaj & Associates
(Practicing Company Secretary)

Place: New Delhi
Date: 05.06.2026
UDIN: A045042H001033029

CS Sumit Bajaj
(Proprietor)
C.P. No: 23948
M.No.:45042

* This report is to be read with our letter of even date which is annexed as Annexure-A forming part of an integral

Annexure-A

To,
The Members of
Kairosoft AI Solutions Limited
(Formerly Known as Pankaj Piyush Trade and Investment Limited)
Unit NO. 500 5th Floor ITL Twin Tower, Plot No. B-9, NSP,
Pitampura, Saraswati Vihar, North West Delhi, Delhi-110034.

Our report is to be read along with this letter.

I. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on this secretarial record based on our audit.

II. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial record. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

III. We have not verified the correctness and appropriateness of financial records and books of the accounts of the company.

IV. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

V. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company

For Sumit Bajaj & Associates
(Practicing Company Secretary)

Place: New Delhi
Date: 05.06.2026
UDIN: A045042H001033029

CS Sumit Bajaj
(Proprietor)
C.P. No: 23948
M.No.:45042

ANNEXURE-IV

MANAGEMENT DISCUSSION AND ANALYSIS

The Management of **KAIROSOFT AI SOLUTIONS LIMITED (Formerly Known as Pankaj Piyush Trade and Investment Limited)** in its Analysis Report has highlighted the performance and outlook of the Company in order to comply with the requirement of Corporate Governance as laid down in SEBI Listing Regulations, 2015. However, investors and readers are cautioned that this discussion contains certain forward-looking statements that involve risk and uncertainties.

A. Industry Structure and Development Financial Year 2026: A Glance

Artificial Intelligence (AI) continued to emerge as a key driver of India's digital transformation, accelerating innovation, economic growth, and inclusive development. Through initiatives such as the IndiaAI Mission and the Centres of Excellence for AI, the Government strengthened access to AI infrastructure, research, and innovation while fostering a vibrant startup ecosystem. AI adoption expanded across sectors including healthcare, agriculture, education, manufacturing, financial services, and governance, improving service delivery, productivity, and citizen outcomes. Backed by a strong STEM talent pool, robust digital infrastructure, and progressive policy support, India further strengthened its position as a leading global AI hub, advancing the vision of *Viksit Bharat 2047*.

Key Highlights

1. India secured **3rd position globally in AI competitiveness** in Stanford University's **2025 Global AI Vibrancy Tool**, reflecting significant progress in AI talent, research, innovation, infrastructure, investment, and governance.
2. The technology and AI ecosystem employs **over 6 million professionals**, supported by **1,800+ Global Capability Centres (GCCs)**, including **500+ AI-focused GCCs**.
3. India's startup ecosystem grew to **around 1.8 lakh startups**, with **nearly 89% of new startups** launched during the year integrating AI into their products or services.
4. India achieved a score of **2.45 out of 4** on the **NASSCOM AI Adoption Index**, with **87% of enterprises** actively deploying AI solutions across business operations.
5. AI adoption remained strongest in **industrial and automotive, consumer goods and retail, banking, financial services and insurance (BFSI), and healthcare**, together accounting for **around 60% of AI's total value creation**.
6. According to a recent **BCG survey**, **26% of Indian companies** have achieved AI maturity at scale, demonstrating steady progress in enterprise-wide AI adoption.

India AI Mission

The India AI Mission, approved by the Union Cabinet under the leadership of the Hon'ble Prime Minister on 7 March 2024, is a landmark initiative to build a comprehensive and inclusive AI ecosystem in India. It focuses on seven strategic pillars: Compute Capacity, Innovation Centre, Datasets Platform, Application Development Initiative, Future Skills, Startup Financing, and Safe & Trusted AI. With a total outlay of ₹10,371.92 crore over five years, the mission aims to advance responsible AI innovation aligned with national priorities.

As of 30 December 2025, India's national compute capacity has crossed 38,000 GPUs, laying a strong foundation for AI-led research and development.

India is poised to lead the global economy once again, with the International Monetary Fund (IMF) projecting it to remain the fastest growing major economy over the next two years. India's economy continues to grow at a steady and confident pace, standing out as the fastest growing major economy in the world.

Other Key Government and Policy Push

The Government of India continued to strengthen the country's AI ecosystem through a range of strategic initiatives focused on research, innovation, skilling, and digital inclusion. Three Centres of Excellence (CoEs) for AI in Healthcare, Agriculture, and Sustainable Cities were operationalised, with a fourth for Education announced in Budget 2025, alongside five National Centres of Excellence for Skilling. The AI Competency Framework was introduced to build AI capabilities among government officials and support AI-enabled governance. Indigenous AI innovation was further advanced through initiatives such as Sarvam AI's Sovereign

Large Language Model (LLM) ecosystem for public services, the AI-powered Bhashini platform enabling multilingual digital access across 20 Indian languages, and BharatGen AI, India's first government-funded multilingual multimodal LLM supporting 22 Indian languages. Collectively, these initiatives are accelerating AI adoption, strengthening digital public infrastructure, and fostering an inclusive, innovation-driven AI ecosystem.
Source: https://www.pib.gov.in/PressRelease

SOME MAJOR EVENTS OF FY. 2025-26

Fiscal year 2025–26 was defined by a fragile global economic recovery navigating aggressive U.S. tariff shifts, escalating Middle East geopolitical conflict impacting energy transit in the Strait of Hormuz, stalled disinflation pushing global inflation near 4.7%, and central banks splitting between easing and holding

Interest Rates and Monetary Policy

Major advanced and emerging central banks took split paths; the U.S. Federal Reserve stabilized rates around 3.5%–3.75%, while the Reserve Bank of India held its repo rate steady at 5.50% following earlier cuts to balance domestic Growth.

Inflation around the Globe

The broad global cooling trend plateaued, with IMF projections revising headline global inflation upward to 4.7% due to rising commodity and energy costs While the U.S. and Europe grappled with sticky price pressures and higher food/utility costs, India achieved a sharp localized moderation in headline CPI before minor seasonal upticks. China experienced persistent domestic demand-driven deflationary conditions

Trade & Tariffs

The return of aggressive U.S. trade policies introduced high baseline effective tariff rates (averaging near 19%–25% on key partners including reciprocal and penal duties on Asian and European merchandise Global trade volumes experienced short-term front-loading distortions as corporations rushed shipments ahead of anticipated tariff walls, elevating structural supply-chain uncertainties.

Geopolitical and Climate Impacts

Direct hostilities and security friction around the Strait of Hormuz restricted hydrocarbon flows, causing massive Brent crude volatility (surging over 38% through the period) and feeding secondary global cost pressures.

India Artificial Intelligence Industry

*The India artificial intelligence market size was valued at **USD 1,597.28 Million** in 2025 and is projected to reach **USD 13,245.65 Million** by 2034, growing at a **compound annual growth rate of 26.50%** from 2026-2034.*

Key Takeaways and Insights:

- **By Type: Narrow/weak artificial intelligence dominates the market with a share of 88% in 2025,** driven by its specialized task-specific capabilities enabling rapid deployment and cost-effective productivity improvements across diverse industries.
- **By Offering: Software leads the market with a share of 50% in 2025,** owing to increasing enterprise demand for AI-powered platforms and applications enabling scalable, customizable intelligent automation solutions across organizations.
- **By Technology: Machine learning represents the largest segment with a market share of 39% in 2025,** driven by its versatile applicability across predictive analytics, pattern recognition, and data-driven decision-making across industries.
- **By System: Intelligence systems dominate the market with a share of 35% in 2025,** owing to growing adoption of autonomous decision-making frameworks integrating multiple AI capabilities for comprehensive real-time enterprise automation.
- **By End-Use Industry: Healthcare represents the largest segment with a market share of 18% in 2025,** driven by rising adoption of AI-powered diagnostics, drug discovery, patient monitoring, and precision medicine applications.
- **By Region: North India leads the market with a share of 30% in 2025,** driven by concentration of leading

technology hubs, robust digital infrastructure, and strong government policy support.

- **Key Players**: The India artificial intelligence market exhibits a dynamic and evolving competitive landscape, with established technology providers competing alongside emerging startups across diverse application segments. Market participants are focused on continuous product innovation, strategic partnerships, and expanding service portfolios to strengthen positioning.

Who We Are and What We Do?

The Company is engaged to carry on the activity of investment, invest the capital and other amounts of money of the Company in the purchase or upon the security of shares, stocks, units, debentures, debenture-stock, bonds, mortgages, obligation and securities issued or guaranteed by any company, corporation or undertaking, whether incorporated or otherwise, and where-so ever constituted or carrying on business and to buy, sell or otherwise deal in, shares, stocks, debentures, debenture-stock, bonds, notes mortgages, obligation and other securities issued or guaranteed by any government, sovereign ruler, commissioners, trust municipal, local or other authority or body in India or abroad. Company is also involved in wholesale trading business of fabrics and garments.

Further we are in business of designing, developing, licensing, maintaining, and supporting Artificial Intelligence (AI) powered software solutions in India and elsewhere in the world and undertake research and development in the field of Aland machine learning for the purpose of creating innovative software solutions, provide consultancy services related to Al implementation, integration, and applica-tion across various industries, acquire, hold, sell, lease, or otherwise deal in intellectual property rights related to Al software solutions.

B. Opportunities and Threats

Opportunities

Accelerating Digital Transformation and Enterprise Adoption

India's rapid digital transformation is accelerating AI adoption across sectors such as healthcare, manufacturing, finance, retail, and logistics, driving automation, innovation, and improved service delivery. Rising internet penetration, expanding smartphone usage, and growing digital transactions are generating vast data resources that are strengthening AI development and deployment.

Supportive Government Policies and National AI Strategy

The Government of India's proactive policies, investments, and institutional initiatives are strengthening the country's AI ecosystem by promoting research, innovation, and public-private collaboration. Focused support for AI skilling, Centres of Excellence, startups, and AI-enabled governance is accelerating technology adoption and market growth.

Expanding Talent Pool and Growing Research Ecosystem

India's large STEM workforce and expanding AI talent pool are strengthening the country's capabilities in AI research, development, and innovation. Continued investments in upskilling and academic–industry collaboration are helping address skill gaps and support the growing adoption of AI and Generative AI across sectors.

Threats

Data Privacy and Regulatory Uncertainties

The evolving regulatory landscape surrounding data privacy and AI governance presents a notable restraint for market participants. Uncertainty regarding data protection frameworks, cross-border data transfer rules, and AI-specific regulations can create compliance complexities that slow enterprise adoption. Organizations face challenges in navigating varied regulatory expectations across different sectors and jurisdictions, which can increase operational costs and delay deployment timelines for AI-driven solutions.

Infrastructure and Computational Resource Gaps

Despite significant progress in digital infrastructure development, gaps in high-performance computing resources, reliable connectivity in semi-urban and rural areas, and affordable cloud computing access continue to constrain the scalability of AI deployment. Many small and medium-sized enterprises face difficulties in accessing the computational power and storage capabilities required for training and running sophisticated AI models, limiting their ability to fully leverage AI capabilities.

Shortage of Specialized AI Talent

While India possesses a large overall technology workforce, the availability of highly specialized AI professionals with deep expertise in advanced ML, deep learning architectures, and domain-specific AI applications remains limited relative to demand. The intense competition for experienced AI researchers, data scientists, and AI engineers drives up talent acquisition costs and can impede the pace of innovation and deployment, particularly for smaller enterprises and organizations outside major technology hubs.

Competitive Landscape:

The India artificial intelligence market features a diverse and rapidly evolving competitive landscape characterized by the participation of global technology providers, domestic enterprises, and a vibrant ecosystem of startups and research-driven organizations. Market participants are pursuing growth through continuous investment in research and development, strategic collaborations, and the expansion of sector-specific AI solutions. The competitive environment is shaped by differentiation strategies centered on technological innovation, domain expertise, and the ability to deliver scalable, customized solutions tailored to the unique requirements of Indian industries.

Risks and opportunities are fundamental and interconnected dimensions of every corporate endeavour. At your Company, the Board of Directors and executive management remain committed to making informed and proactive decisions that safeguard stakeholder interests and support sustainable growth.

To that end, the Company has implemented a comprehensive Risk Management Policy, overseen by the Audit Committee. This Committee includes senior departmental leadership and convenes at regular intervals to:

- Systematically identify and assess risk exposures across operations
- Develop robust mitigation strategies
- Ensure effective implementation and continuous monitoring of controls

This structured framework enables the Company to respond dynamically to evolving risks while leveraging strategic opportunities in
alignment with corporate objectives.

The Company is primarily exposed to technological risk, market risk, interest rate risk, and credit risk. However, its adherence to prudent financial and risk management practices over the years has enabled it to effectively navigate typical industry risk variables. These include macroeconomic cycles, volatility in equity markets, and fluctuations in interest rates.

Backed by its extensive operational experience and unwavering focus on strong business fundamentals, the Company remains confident in its ability to enhance performance and deliver long-term value to its stakeholders.

C. Segment-wise Performance

In the Fiscal year ending on March 31, 2026, the company's operations were categorized into distinct segments to provide a com-prehensive view of its financial performance and resource allocation. These segments include Trading Shares and Securities and the Financing of Loans.

Overall, the total revenue for the company during the financial year ended 31st March, 2026 was Rs 4,51,10,310 with a net loss of (42,54,330) after taxes. Total assets amounted to Rs. 40,502,752 while total liabilities were Rs 94,96,13. The total capital employed for the entire company was Rs 39,553,139. The breakdown offers insight into the company's financial performance, highlighting the varying contributions and financial health of each operational segment.

D. Outlook

Fiscal 2025-26 : A Growth Recap

India's economy remained resilient during fiscal 2025–26, with real GDP growth of 7.7% and Gross Value Added (GVA) growth of 7.9%, supported by strong domestic demand despite global economic uncertainties. Private consumption grew 7.7%, driven by higher disposable incomes, tax incentives, and robust retail activity, while gross fixed capital formation increased 8.2%, reflecting sustained public investment.

External trade remained stable, with exports and imports growing 6.3% and 5.6%, respectively, during the year, despite geopolitical disruptions and global trade uncertainties. While the merchandise trade deficit widened, strong services exports and remittance inflows helped maintain external sector resilience, with India retaining its position as the world's eighth-largest services exporter in 2025.

Fiscal 2026 to 2027: Seven headwinds shaping India's economic outlook

- External headwinds such as geopolitical tensions, capital outflows, and currency depreciation are expected to influence India's growth trajectory in FY 2026–27.
- Capital flow volatility and a weaker rupee, driven by global uncertainties and higher oil prices, remain key macroeconomic risks, although improved investor sentiment may provide some stability.
- Inflationary pressures from rising commodity prices, currency depreciation, and weather-related risks (including El Niño) could push inflation higher despite government support measures.
- Fiscal pressures may persist due to increased subsidy expenditure and lower customs revenue, though capital expenditure is expected to remain a priority.
- Global trade and monetary uncertainties, including delays in the India–US trade agreement and tight global financial conditions, may affect exports and investment.
- Growth outlook: India is expected to witness moderate growth in the first half of FY 2026–27, with momentum strengthening in the second half on the back of festive demand, easing geopolitical tensions, and improving trade prospects. Under Deloitte's optimistic scenario, GDP growth is projected at 6.5–6.8%, with growth expected to exceed 7% in the following fiscal year.

E. Risks and Concerns

The Dynamic Market in which we operate expose us to various risks. Despite a dynamic and often volatile global environment—characterized by geopolitical tensions, persistent inflation, and contraction in IT spending—the Company's resilient foundation, underpinned by agile and forward-looking strategies, continues to safeguard our employees, partners, and clients.

Over the past year, we encountered significant disruption driven by rapid technological advancements. In response, we strengthened our risk management architecture. This proactive approach enabled us to pre-empt obsolescence risks, streamline operations, and meet evolving regulatory requirements with confidence and composure.

- **Economic & Geopolitical Risk**

As an AI-driven enterprise, the Company's operations and performance are inherently influenced by the prevailing economic landscape—both domestic and global. Factors such as economic slowdowns, shifts in global financial markets, and geopolitical disruptions have a material impact on business momentum and strategic decision-making.

Given the industry's reliance on dynamic technological investment and global partnerships, the Company remains vigilant in tracking macroeconomic trends and geopolitical developments to proactively mitigate risks and adapt its business strategy ac-cordingly.

Inflation, rising interest rates, and geopolitical disruptions can adversely affect business prospects, client spending, and overall revenue growth.

- **Technological and Cybersecurity Risk**

The Company maintains a vigilant approach to technology risk management, with periodic reviews covering critical areas including data privacy and protection, identity theft, cybersecurity threats, data leakage, access control, and business continuity. Dedicated systems, tools, and protocols have been deployed to proactively monitor and respond to suspicious activities and potential vulnerabilities.

Cybersecurity breaches and data privacy issues, including those related to Al and Generative Al (Gen Al), can lead to severe reper-cussions, including regulatory fines, legal liabilities, and damage to the company's reputation.

- **Operational Risks**

High attrition rates, workforce instability, and productivity challenges, pose significant threats. Over the years, the Company has maintained a strong commitment to identifying and mitigating reputational risks, recognizing the potential impact of adverse events on its market position and stakeholder trust.

All incidents with the potential to harm the Company's reputation are managed with utmost diligence, adhering strictly to relevant legal and regulatory frameworks.

- **<u>Compliance Risks</u>**

Failure to comply with shifting regulations across multiple jurisdictions could result in penalties, loss of business, exclusion from
markets, reputational harm, and legal consequences.

As a participant in the markets, we are subject to extensive regulation under the Securities and Exchange Board of India (SEBI), multiple exchanges, and other regulatory bodies. The costs and uncertainty related to complying with such regulations continue to increase.

Despite our best efforts to comply with all the applicable regulations, there are a number of risks, particularly in areas where applicable regulations or laws may be unclear or where regulators could revise their previous guidelines.

Additionally, some legal/regulatory frameworks provide for the imposition of fines and penalties for non-compliance even though the non-compliance was unintentional or inadvertent and even though the systems and processes reasonably designed to prevent violations were in place, such a finding can affect our business, and damage our reputation.

Risk Management

At KAIROSOFT AI SOLUTIONS LIMITED, risk management is a cornerstone of our strategic planning and decision-making processes. We have instituted a comprehensive and resilient risk management framework that enables us to systematically identify, assess, and mitigate risks across our operations.

Risk management is seamlessly embedded into all facets of our business, ensuring an optimal balance between risk and return, while upholding sound financial governance. Adherence to all applicable laws, regulations, and compliance standards remains a critical pri-ority, reinforcing our commitment to ethical and accountable practices.

A strong, organization-wide risk culture underpins this framework, promoting a holistic and forward-looking approach to risk identifica-tion and control. The Audit Committee plays a pivotal role in overseeing this function, conducting regular reviews of risk management policies and remaining informed about risk exposures, potential impacts, and mitigation strategies.

We remain steadfast in our proactive and vigilant approach, ensuring the long-term security, resilience, and stability of our operations in alignment with stakeholder interests and corporate objectives.

F. Internal Control Systems and their Adequacy

Your Company prioritizes maintaining robust internal control systems to ensure operational efficiency and integrity. To that end, your Company emphasizes the principles of integrity, accountability, and ethical behavior, with the Management setting the tone for this approach.

The internal control systems are designed to safeguard the Company's assets and ensure efficient productivity at all levels. The systems are adequate for the size of the business and the industry in which it operates. Well-defined processes, guidelines, and procedures and adequate internal information systems enable the Company to enhance internal controls.

The Company's internal control system is designed to ensure management efficiency, measurability and verifiability, reliability of accounting and management information, compliance with all applicable laws and regulations, and the protection of the Company's assets. This is to timely identify and manage the Company's operational, compliance-related, economic and financial risks.

G. Financial Performance

The Company's financial performance during the Financial Year ending 31st March, 2026 was notably impacted by heightened volatility in the Indian financial markets, resulting in significant fluctuations that adversely affected revenue generation. Despite these external challenges, the Company demonstrated resilience, maintaining strategic focus on enhancing digital capabilities and operational agility.

The key financial metrics and performance indicators for the period under review are outlined below, offering a comprehensive view of the Company's fiscal health and progress**.**

Year Ended (in Rs.000')	March 2026	March 2025
Income from operations	34,036.15	-
Other income	11,074.16	17,718.25
Total income	45,110.31	17718.25
Total expenditure	49312.65	49610.20
Profit after tax	(4254.22)	(23,926.35)
Net profit for the period	(4254.22)	(23,926.35)
Earnings Per Share	(3.60)	(20.23)

Income from operations

Income from operations for the fiscal year ending in March 2026 reached Rs 3,40,36,150/- compared to Rs. 0 in the previous year (March 2025).

Total income

Total income, including other income, amounted to Rs 4,51,10,310/- for March 2026, compared to Rs. Rs. 1,77,18,250/- in the previous
year (March 2025).

Total expenditure

Total expenditure for March 2026 was Rs. 4,93,12,650/- for March 2025, compared to Rs. Rs. 4,96,10,200/- in the previous year (March 2025)

Profit after tax

The company reported a Net loss of Rs. 42,54,330 in March 2026 compared to Rs. Rs. 2,32,96,350/- in in the previous year (March 2025)

Net profit for the period

Sr. No.	Ratios	March 2026	March 2025	Reason for the Variation
1	Debtors' turnover ratio (Credit Sales or income/ Average receivables)	Nil	Nil	NA
2	Inventory Turnover ratio (COGS/Average Inven-tory)	Nil	Nil	NA
3	Interest coverage Ratio (EBIT/Finance cost)	Nil	Nil	NA
4	Current Ratio(Current Assets/Current Liabilities)	1694%	606.31%	Due to decrease in creditors
5	Debt Equity Ratio (Total Liabilities/Equity)	1.65%	0.48%	Due increase in loan liability
6	Operating Profit Margin (%) (EBIT/Total Turnover)	Nil	Nil	NA
7	Net Profit Margin (%)(PAT/Total Turnover)	-12.50%	-135%	Due to decrease in loss
8	Return on Net Worth (PAT/Net Worth)	-1.06	-7.99%	Due to reduction in operating losses during the year

Human Resources Management

At KAIROSOFT AI SOLUTIONS LIMITED, we regard our employees as our most valuable asset and a key driver of organizational success. Our experienced and talented workforce plays a vital role in elevating business efficiency, crafting strategic initiatives, and adapting to a rapidly evolving environment.

The Company is committed to cultivating a safe, inclusive, and productive workplace, anchored in ethical practices, mutual respect, and equal opportunity. Our Code of Conduct emphasizes fair treatment, a zero-tolerance policy for discrimination and harassment, and a welcoming environment for individuals of diverse backgrounds, personal preferences, and identities.

The company is committed to providing a positive work environment free of discrimination and harassment. Equal opportunity and fair
treatment ore port of our code of conduct.

Recognizing that our success relies heavily on our ability to attract, retain, and develop top talent, we have launched comprehensive human resource initiatives aimed at strengthening employee capabilities. These include targeted training programs to enhance:

- Technical and behavioral competencies
- Managerial and leadership effectiveness
- Business excellence and operational performance

A strong emphasis is placed on continuous learning, ensuring employees evolve in tandem with technological advancements and mar-ket dynamics. Through wellness initiatives, employee assistance programs, and open communication channels, we foster a culture of well-being and empowerment.

The Company also prioritizes a culture of recognition, strategic talent engagement, and process innovation. Our senior management remains highly accessible for feedback, coaching, and grievance redressal, reinforcing a supportive environment that aligns employ-ee goals with the organizational mission

H. Cautionary Statement

The Management Discussion and Analysis (MDA) report provides a comprehensive overview of the company's objectives, projections, estimates, and expectations. It is important to note that these statements may be forward-looking, as defined by applicable laws and regulations. However, it is crucial to understand that the actual outcomes and results may vary significantly from what is expressed or implied in the report. Numerous factors can influence the company's operations, including changes in governmental regulations, tax regimes, forex markets, economic developments both in India and the countries where the company operates, and other incidental factors. Therefore, it is essential to consider these dynamic elements when interpreting the information presented in the MDA report.

For **Kairosoft AI Solutions Limited**
(Pankaj Piyush Trade and Investment Limited)

Date: 05.08.2026	**Sd/-**	**Sd/-**
Place: Delhi	**Deva Ram**	**Santosh Kumar Kushawaha**
	Managing Director	**Director**
	DIN: 09003288	**DIN: 02994228**

ANNEXURE-II

CORPORATE COVERNACE REPORT OF KAIROSOFTAISOLUTIONSLIMITED

In accordance with Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations"),** the Report containing the details of Corporate Governance system are as follows:

1. **Company's philosophy on Corporate Governance**

Our Company's Code of Governance is based on the philosophy of building and maintaining a strong bond with our stakeholders to optimize their value. We have always strived for the highest standards of transparency, integrity, fairness and accountability in all our dealings with our stakeholders, including shareholders, employees, lenders and the government. Corporate Governance is a core part of our values, ethics and business practices. We believe that Corporate Governance goes beyond complying with regulatory requirements and also involves being responsive to the needs of our stakeholders. We have developed a lasting relationship with our stakeholders that is respectful, distinctive and responsible over the years. Our aim is to create value for each of our stakeholders and achieve business excellence with a long-term sustainable development vision. The Company has complied with all the mandatory Corporate Governance requirements stipulated under Chapter IV read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"). A Report on compliance with the principles of Corporate Gover-nance as prescribed by the Securities and Exchange Board of India (SEBI) for the year ended 31st March, 2026 is given below:

2. **Board of Director**

The Board of Directors ("Board") bears the ultimate accountability for the Company's overall management and performance. The Board possesses the essential powers, authorities and duties to execute their function as the custodians of the Shareholders' interests. The Board receives all the statutory and other significant and pertinent information to perform their responsibilities efficiently.

The Board comprises of highly skilled professionals with wide range of expertise, having diverse background and possesses requisite qualifications and experience which enables it to discharge its responsibilities, provide effective leadership and independent views to the management. The Board helps the Company in adhering to high standards of corporate governance practices.

Size and Composition of the Board

- The composition of the Company's Board of Directors is in conformity with the provisions of the Companies Act, 2013, the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (Listing Regulation) and the Articles of Association of the Company. Your Board comprises of members with adequate diversity, expertise and experience that match the scale of operations of Your Company.

- The Board has an appropriate mix of Non-Executive Directors ("NEDs"), Independent Directors ("IDs") and an Executive Director ("ED"), to maintain the Board's independence.

- The Chairperson of the Board is a Non-Executive, Independent Director and one-third of the Directors on the Board are Independent Directors.

- As on March 31, 2026, Our Board consists of Five Directors comprising of two Executive Directors, one Non-Executive Non-Independent Director and two Non-Executive Independent Directors one of whom is Woman Director.

- The independent directors have confirmed that they meet the criteria of independence as required under the Companies Act, 2013 and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The Board is of the opinion that the Independent Directors fulfils the conditions specified in Listing Regulations and are Independent of the Management.

- None of the Director(s) on the Board:

  - Holds directorship in more than ten public companies;
  - serves as Director or as Independent Director in more than seven listed entities
  - member of more than ten committees or chairman of more than five committees across all the public limited companies
  - related to other Directors and the KMP of the Company.

- The Managing Director does not serve as an Independent Director in any listed entity.

Name of Director & DIN	Category	No. of Directorship(s) held in other Public companies (excluding the Company)				No. of Committee positions held in other Public Companies		No. of Equity Shares held
		Un-listed	Listed	Name of the Listed Company	Category of Directorship	Chairman-ship	Member-ship	
Mr. Sagar Khurana (DIN:07691118)	MD	0	0	0	0	0	0	0
Mr. Deva Ram (DIN: 09003288)	ED	0	0	0	0	0	0	0
Mr. Santosh Kumar Kushawaha (DIN: 02994228)	NED	0	2	A F Enterprises Limited	MD	0	0	
				Kyra Landscapes Limited	ID			37673
Mr. Achal Kapoor (DIN: 09150394)	ID	4	4	Goyal Aluminiums Limited	ID	1	3	0
				Ems Limited	ID			
				Davangere Sugar Company Limited	ID			
				Dsm Fresh Foods Limited	ID			
Mrs Anupma Kashyap (DIN: 09720124)	ID	5	3	Swagtam Trading And Services Limited	ID		3	0
				Bharat Ekansh Limited	ID			
				Blue Pearl Agriventures Limited	ID			

- Necessary disclosures regarding Committee positions in other public companies as on March 31, 2026 have been made by the Directors

- Independent Directors are Non-Executive Directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of the SEBI Listing Regulations, they have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management.

Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014. Further, none of the Independent Directors serve as Non-Independent Director of any company on the Board of which any of the Non-Independent Director is an Independent Director.

Details of Board of Directors, their Directorships & Committee Chairmanships/Memberships in other companies and No. of Equity Shares of the Company held by the Directors as on March 31, 2026 are given below:

Notes:

a. Excludes Private Companies, Foreign Companies and Companies registered under Section 8 of the Companies Act, 2013. All public Limited Companies whether listed or not have been considered in the aforementioned table.

b. Chairmanship and membership of the Audit Committee and Stakeholders' Relationship Committee have been considered as per Regulation 26(1)(b) of the SEBI Listing Regulations.
c. Directors are not related inter-se.
d. The names of the Listed Entities where the person is a Director and the Category of Directorship have been depicted in the table as per the new requirement of Schedule V Part C of the SEBI Listing Regulations.
e. The Company has not issued any convertible instruments.

Board Meetings

➢ The internal guidelines for Board / Committee meetings facilitate the decision-making process at the meetings of the Board/ Committees in an informed and efficient manner. Board Meetings are governed by structured agenda. All major agenda items are backed by comprehensive background information to enable the Board to take informed decisions. The Company Secretary in consultation with the Senior Management prepares the detailed agenda for the meetings. Agenda papers and Notes on Agenda are circulated to the Directors, in advance, in the defined Agenda format. All material information is circulated along with Agenda papers for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the agenda, the same is tabled before the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted. In order to transact some urgent business, which may come up after circulation agenda papers, the same is placed before the Board by way of 'Table Agenda', with the permission of the Chairperson. Frequent and detailed deliberation on the agenda provides the strategic roadmap for the future growth of the Company.

➢ Minimum 4 (four) pre-scheduled Board Meetings are held every year. Apart from the above, additional Board Meetings, if required, are convened by giving appropriate notice to address the specific needs of the Company. In case of business exigencies or urgency of matters, resolutions are also passed by way of circulation. The required information as enumerated in Part A of Schedule II to SEBI Listing Regulations is made available to the Board for discussions and consideration at every Board Meetings. The Board periodically reviews compliance reports of all laws applicable to the Company as required under Regulation 17(3) of the SEBI Listing Regulations. The important decisions taken at the Board / Committee meetings are communicated to departments concerned, promptly. Action taken report on the decisions taken at the Meeting(s) is placed at the immediately succeeding meeting of the Board / Committee, for noting by the Board / Committee. Due to the exceptional circumstances and consequent relaxations granted, the Company has given option to participate meetings through video conferencing.

➢ During the year under review, Six (6) Board Meetings were held on the dates as herein below:

May 30, 2025, June 30, 2025, August 05, 2025, August 20, 2025, November 14, 2025, February 11, 2026, respectively. The Board meets at least once in every quarter to review the Company's operations and financial performance. The maximum time gap between any two meetings is not more than 120 days. The necessary quorum was present in all the meetings.

Table B: Attendance of Directors for the year ended 31 March, 2026

Name of Director	Category	Total Number of meetings attended	Whether last AGM Attended
Sagar Khurana	MD	6 out of 6	Yes
Santosh Kumar Kushwaha*	ED	5 out of 5	Yes
Prashant Sethi**	ED	1 out of 1	No
Deva Ram	NED	6 out of 6	Yes
Anupama Kashyap	ID	6 out of 6	Yes
Achal Kapoor	ID	6 out of 6	Yes

*Mr. Santosh Kumar Kushawaha (DIN: 02994228) had resigned from the office of Independent Director of the Company w.e.f. 30th June, 2025 due to personal commitments and other business obligations.

**Mr. Prashant Sethi (DIN: 00395127) had resigned from the office of Executive Director of the Company w.e.f. 05th

August, 2025 due to other business obligations.

##The Board at its Meeting held on 5th August, 2025, had appointed Mr. Santosh Kumar Kushawaha (DIN: 02994228) as an Additional Director (Non-Executive Non-Independent Director), and Change in Designation of Mr. Deva Ram (DIN: 09003288) from Non-Executive Non-Independent Director to Executive Director of the company. Subsequently, the aforementioned appointment of Mr. Santosh Kumar Kushawaha, and change in designation of Mr. Deva Ram were approved by the Shareholders at the Annual General Meeting held on 15th September, 2025.

- During the year, the Board of Directors accepted all recommendations of the Committees of the Board, which were statutory in nature and required to be recommended by the Committee(s) and approved by the Board of Directors. Hence, the Company is in compliance of condition of clause 10 (j) of Schedule V of the SEBI Listing Regulations.
- During the year, information as mentioned in Part A of Schedule II of the SEBI Listing Regulations has been placed before the Board for its consideration.
- During the year, meeting of the IDs was held on August 20, 2025. The IDs, inter alia, reviewed the performance of non-in-dependent Directors, Board as a whole and Chairman of the Company, taking into account the views of Executive and Non-Executive Directors.
- The Board periodically reviews the compliance reports of all laws applicable to the Company.

Competencies of Board of Directors

The Company's Board of Directors consists of eminent and qualified professionals from diverse fields, who bring significant skills / expertise/ competencies to the Board. The collective contribution of the Board of Directors makes an overall impact which reflects in the performance of the Company.

The Board, based on the recommendations of the Nomination & Remuneration Committee (NRC), has identified the core skills/ expertise/competencies that are required for its business context and effective functioning. These are as follows: -

Industry Knowledge- It includes knowledge of the Company's business domain and the relevant rules and regulations governing the
business.

Behavioral Skills- It covers various attributes and competencies such as mentoring abilities, interpersonal relations, ethical standards, etc., that can be used to enhance the skill and growth of the Company.

Technical Skills- It involves skills in the fields of Finance, Marketing, Compliance and Engineering, that can help the Company to improve its technical capabilities based on the advice of the Directors.

Governance: - It encompasses experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, liaison with government departments, building long term effective stakeholder engagements and driving corporate ethics and values.

Strategy and Planning: - It entails appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.

The Board of Directors of the Company possesses all the necessary skills/expertise/ competence in the above-mentioned areas.

Together, these individuals bring a wealth of knowledge and expertise to our Board, ensuring that our Company is well-equipped to navigate the challenges and opportunities that lie ahead. Their collective competency in their respective fields provides a strong foundation for our Company's continued success. We are confident that under their guidance, our Company will continue to thrive and grow in the years to come.

The eligibility of a person to be appointed as a Director of the Company is dependent on whether the person possesses the requisite skill sets identified by the Board as above and whether the person is a proven leader in running a business that is relevant to the Company's business or is a proven academician in the field relevant to the Company's business. Being an AI service provider, the Company's business runs across different industry verticals, geographical markets and is global in nature. The Directors so appointed are drawn from diverse backgrounds and possess special skills with regard to the industries/fields from where they come.

Board Committees

The Board Committees are an essential part of our Company's Corporate Governance practices. These committees are established to handle specific activities and ensure the speedy resolution of diverse matters. They are set up with the formal approval of the Board and are tasked with carrying out clearly defined roles that are considered to be best performed by members of the Board as part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their actions. The minutes of the meetings of all the Committees are placed before the Board for review, ensuring transparency and accountability in their operations.

As on 31st March, 2026, the Board has established the following Committees:

a. Audit Committee
b. Nomination and Remuneration Committee
c. Stakeholders' Relationship Committee;

Each Committee has appropriate composition of Independent and Non-Independent Directors. The Company Secretary acts as Secretary to all the Committees

Audit Committee

- The Audit Committee is an important part of our Company's Corporate Governance structure. It acts as a link between the Management, the Statutory Auditors, Internal Auditors, and the Board of Directors, overseeing the financial reporting process of the Company. The primary purpose of the Committee is to ensure the quality and integrity of our accounting, auditing, and financial reporting processes. This includes reviewing internal audit reports and action taken reports to ensure that our financial practices are sound and transparent. The Audit Committee is comprised solely of Independent and Non-Independent Directors majority of which are Independent Director. This enables an independent and transparent review of our financial reporting process and internal control mechanisms. The Committee's work is essential in strengthening the confidence of all stakeholders in our Company's financial practices. By providing oversight and guidance to our Management, Statutory Auditors, and Internal Auditors, the Audit Committee helps to ensure that our financial reporting is accurate, transparent, and in compliance with all relevant regulations and standards.

- The Committee is constituted in line with the provisions of Regulations 18 of the SEBI Listing Regulations and Section 177 of the Act.

- **The terms of reference of Audit Committee, inter alia, include:**

- Oversight of financial reporting process.
- Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval.
- Approval or any subsequent modification of transactions of the Company with related parties. Evaluation of internal
  financial controls and risk management systems.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Approve policies in relation to the implementation of the Insider Trading Code and to supervise implementation of the same.
- To consider matters with respect to the Company's Code of Conduct.

- **The primary role of Audit Committee is to oversee**

- Financial reporting and disclosure process;
- Compliance with all the applicable legal and regulatory requirements;
- Qualification and independence of the statutory and Internal Audit team;
- Adequacy and reliability of the internal control systems, especially those relating to the reporting of the Company's financials.
- Reviewing the compliance with the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended, at least once in a financial year and verifying that the systems for internal control are adequate and are operating effectively

- **During the year under review, 5 (five) meetings of Audit Committee were held on**

1. May 30, 2025,
2. August 05, 2025,
3. August 20. 2025,
4. November 14, 2025
5. February 11, 2026.

Name of Directors	Position	No. of Meeting entitled attended
Achal Kapoor	Chairperson	5 out of 5
Anupma Kashyap	Member	5 out of 5
Santosh Kumar Kushawaha	Member	5 out of 5
Prashant Sethi	Member	1 out of 1

**Mr. Prashant Sethi (DIN: 00395127) had resigned from the office of Executive Director of the Company w.e.f. 05th August, 2025 due to other business obligations. Consequently, he ceased to be the Member of the Committee with immediate effect.

NOMINATION & REMUNERATIONCOMMITTEE

- The Company has a Nomination and Remuneration Committee and the terms of reference are in conformity with the provisions of Regulation 19 read with read with Schedule II Part D of the SEBI Listing Regulations and Section 178 of the Act. All the members of the Nomination and Remuneration Committee (NRC) are Independent Directors.

- **The terms of reference, inter alia, include:**

- Recommend to the Board the setup and composition of the Board and its Committees.
- Recommend to the Board the appointment/ re-appointment of Directors and Key Managerial Personnel.
- Support the Board and Independent Directors in evaluation of the performance of the Board, its committees and individual Directors.
- Recommend to the Board the Remuneration Policy for Directors, executive team or Key Managerial Personnel as well as the rest of employees.
- Oversee familiarization programs for Directors.

- **The role of the NRC inter alia includes the following:**

- Identify persons qualified to become Directors or hold senior management positions and advise the Board for such appointments/ removals where necessary.
- Formulate criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, Key Managerial Personnel and other employees.
- Evaluate the balance of skills, knowledge and experience on the Board and preparation of description of the role and capabilities of an Independent Director.
- Evaluate the performance of Independent Directors and the Board of Directors and to decide whether to continue the term of appointment of the Independent Director, on the basis of the report of performance evaluation of Independent Director.
- Recommend to the Board, all remuneration, in whatever form, payable to senior management
- Specify the manner for effective evaluation of performance of the Board, its Committees and Individual Directors to be carried out either by the Board, by NRC and review its implementation and compliance.

- **Remuneration Policy**

In accordance with the recommendation of the NRC, the Company has since formulated a Remuneration Policy for Directors, Key Managerial Personnel and other employees of the Company.

The Committee is responsible for recommending the fixation and periodic revision of remuneration of the Managing Director & the KMP's.

The components of the total remuneration vary for different levelsand are governed by Industry pattern, practice, qualification and experience of the employees and responsibilities handled by them.

The objectives of the remuneration policy are to motivate and encourage the employees to deliver higher performance and to recognize their contribution.

The Committee along with the Board also reviews the succession plans for appointment to the Senior Management Personnel of the Company.

The Company's policy on the appointment of the Directors& Senior Management and the remuneration for the Directors, Key Managerial Personnel and other employees can be referred to at the Website of the Company at http://kairosoft.ai/shareholder-info/

➢ **Performance evaluation**

- The performance evaluation criteria for Non-Executive Directors including Independent Directors laid down by NRC are also taken on record by the Board and includes:
- Attendance and participation in the Meetings.
- Preparedness for the Meetings.
- Understanding of the Company and the external environment in which it operates and contributes to strategic direction.
- Raising of valid concerns to the Board and constructive contribution to issues and active participation at meetings.
- Engaging with and challenging the management team in a collaborative manner.
- The evaluation of the Independent Directors shall be done by the entire Board of Directors which shall include –

a) performance of the Directors; and
b) fulfilment of the independence criteria as specified in the SEBI Listing Regulations and their independence from the management.

Provided that in the aforesaid evaluation, the Directors who are subject to evaluation shall not participate.

- During the year under review, the Directors carried out the performance evaluation in a confidential manner and provided their feedback on a rating scale. The performance evaluation feedback was collated and sent to the Chairman of Nomination & Remuneration Committee.
- The performance evaluation was discussed at a separate meeting of the Independent Directors held on 20th August, 2025 and the summary of performance evaluation was abled at the Nomination & Remuneration Committee Meeting held on 20th August, 2025. The Nomination & Remuneration Committee forwarded their recommendation based on the inputs received on performance evaluation to the Board of Directors at its meeting held on 14th November 2025 and the Directors were satisfied by the constructive feedback obtained from their Board colleagues.

➢ During the year under review 4 (Four) meetings of NRC were held on
a) May 30, 2025,
b) June 30, 2025,
c) August 05, 2025,
d) August 20, 2025

The Composition of the Nomination & Remuneration Committee and Attendance Details of the Members are given below:

Name of the Directors	Position	No. of Meeting entitled and attended
Anupma Kashyap	Chairperson	4 out of 4
Deva Ram**	Member	2 out of 2
Santosh Kumar Kushawaha*	Member	3 out of 3
Achal Kapoor	Member	4 out of 4

* Mr. Santosh Kumar Kushawaha (DIN: 02994228) had resigned from the office of Independent Director of the Company w.e.f. 30th June, 2025 due to personal commitments and other business obligations.

** The Board in its meeting held on 05th August, 2025, has changed the designation of Mr. Deva Ram from Non-

Executive Non-Independent Director to Executive Director of the Company with immediate effect, and also approved the appointment of Mr. Santosh Kumar Kushawaha as Additional Director in the category of Non-Executive Non-Independent Director of the Company. Consequently, the Board Committees have been re-constituted.

##The Board at its Meeting held on 5th August, 2025, had appointed Mr. Santosh Kumar Kushawaha (DIN: 02994228) as an Additional Director (Non-Executive Non-Independent Director), and Change in Designation of Mr. Deva Ram (DIN: 09003288) from Non- executive Non-Independent Director to Executive Director of the company.

Subsequently, the aforementioned appointments of Mr. Santosh Kumar Kushawaha, and change in designation of Mr. Deva Ram were approved by the Shareholders at the Annual General Meeting held on 15th September, 2025.

The previous AGM of the Company held on 15th September, 2025 was attended by the Chairperson of the NRC.

Necessary Quorum as per Regulation 19(2A) of the SEBI Listing Regulations, which is either 2 or 1/3rd of the total members of the Committee whichever is higher, including at least one Independent Director in attendance, was present for all the Meetings.

Notes:

1. Sitting Fees paid to Non-Executive Non Independent Directors.
2. Other than sitting fees Non-Executive Directors are not entitled to any other remuneration.

a. **Executive Director – Annual Remuneration**

Payment of remuneration to the Executive Directors of the Company, is governed & approved by the Board and is subject to

(INR 000's)

Name of Director	Salary	Perquisites and Allowances	Contribution to Provident, Superannuation and Gratuity Fund	Total
Deva Ram	**1140/-**	0	0	1140.00/-

Selection of New Directors and Board Membership Criteria

The Nomination and Remuneration Committee ("NRC") recommends name of Directors to the Board, on the basis of their qualifications, skills and experience, for its consideration. The Board on recommendation of "NRC" appoints Directors on the Board. NRC has formulated a policy which acts as a guideline for determining qualifications, positive attributes, independence of a director and matters relating to appointment and removal of Directors.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

- The Committee is constituted in line with the provisions of Regulation 20 of the SEBI Listing Regulations and Section 178 of the Act.
- The terms of reference of the Stakeholders' Relationship Committee are in conformity with the provisions of Regulation 20 read with Schedule II Part D of the SEBI Listing Regulations and Section 178(5) of the Act.

The term of reference of Stakeholders' Relationship Committee, inter-alia includes the following:

1) Considering and resolving the grievances of the security holders of the Company, including complaints related to transfer/ transmission of shares, non-receipt of Annual Reports, non-receipt of declared dividends, etc.;
2) Approval of transfer / transmission of Equity Shares of the Company;
3) Issue of duplicate Share certificates and new Share certificates on split/consolidation/renewal;
4) Overseeing the request for dematerialization and rematerialization of Equity Shares;
5) Review of measures taken for effective exercise of voting rights by shareholders;
6) Review of dividend lying unclaimed on shares and overseeing transfer of such unclaimed amounts/shares to Investor Education & Protection Fund (IEPF);
7) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent;

8) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company and
9) Carrying out any other functions as may be prescribed in the Companies Act, 2013 and the rules made there under and the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 as amended from time to time and any other law applicable to the Company.

➢ **During the year under review, 2 (Two) meeting of SRC were held on**

- 30th May, 2025; and
- 17th September, 2025

The Composition of the Committee and Attendance details of the Members are given below:

Name of the Director	Category	No. of Meeting entitled and attended
Anupma Kashyap	Chairperson	2
Sagar Khurana	Member	2
Deva Ram	Member	2

Notes:

1. This fulfils the minimum stipulated criteria of the Stakeholders Relationship Committee Meetings required to be held at least once in a year in accordance with Regulation 20(3A) of the SEBI Listing Regulations.
2. The necessary quorum was present for aforesaid meetings.
3. The Company has a User ID and Password in place for logging into the SEBI Complaints Redressal System – 'SCORES' and can view the complaints which have been lodged by the shareholders. The Company ensures that timely redressal are made against any complaints raised by the shareholders relating to registration of share transfers, issue of new share certificates, sub-division or consolidation of shareholdings etc. As on 31.03. 2026 nil shareholder's complaints were lying unresolved under 'SCORES'.
4. The Chairman of the Stakeholder Relationship Committee was in attendance at the last Annual General Meeting of the Company held on 15.09.2025
5. **Details of Sitting Fees paid to Non-Executive Directors during 2025-2026 are as follows:**

Name of the Directors	Category	Board Meeting	Audit Committee	Nomination & Remuneration Committee	Stakeholders Relationship Committee	Total Sit-ting Fees Paid (Rs)
Deva Ram	Non-Executive Non-Independent	2	-	2	-	NIL
Prashant Sethi	Non-Executive Non-Independent	1	1	-	-	NIL
Santosh Kumar Kushawaha	Non-Executive Non-Independent	4	5	4	-	NIL
Achal Kapoor	Non-Executive Independent	6	5	4	2	60000
Anupma Kashyap	Non-Executive Independent	6	5	4	2	36000

6. **Details of Shareholders' Complaints received, resolved & pending during FY 2025-2026**

Particulars	Nos.
Complaints pending as on 1st April, 2025	0
Complaints received during the year ended 31st March, 2026	1
Complaints resolved during the year ended 31st March, 2026	1
Complaints pending as on 31st March, 2026	0

Name, designation and address of Compliance Officer
Mr. Harshal Kumar Agarwal
(Appointed on 01.05.2026),
Company Secretary and Compliances Officer
Email: cs@volkai.io, infopptinvestment@gmail.com
Contact No. 9818502247

Corporate Social Responsibility Committee:

During the year under review, your Company does not touch the threshold limit as per the provisions of Section 135 of the Companies Act, 2013, accordingly the Company does not require to meet out the Compliance requirement as stipulated under Section 135 of the Companies Act, 2013.

Risk Management Committee

Your Company is not required to form Risk Management Committee as per Regulation 21 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1) **Senior Management**
2) There have been no changes in the senior management of the Company since the close of the previous financial year.
3) **Independent Directors**
4) **Meetings:**
5) During the year, the Independent Directors had met once on 20.08.2025 to evaluate the performance of Non-Independent Directors and the Board of Directors as a whole and also reviewed the performance of the Chairperson of the Board as required under Regulation 25(3) & (4) of the Listing Regulations.
6) **Familiarization program for Independent Directors:**
7) The Company supports Directors to update their skills and knowledge and improve their familiarity with the Company, its business. Your Company provides familiarization programme in the form of interactive sessions with the senior management. The Company Secretary periodically updates the Director(s) about regulatory changes. The Independent Directors are also provided with financial results, internal audit findings, risk inventories and other specific documents as sought for from time to time. The Independent Directors are also made aware of all policies and Code of Conduct and Business Ethics adopted by the Board.
8) the details of Familiarization Programme imparted to Independent Directors are made available on the website of the Company at https://kairosoft.ai/shareholder-info/
9) **Formal letter of appointment to the Independent Directors ("IDs") :**
10) The Company issues formal appointment letters to the IDs. All IDs have confirmed that they have met the criteria of independence as mentioned under Section 149(6) of the Companies Act, 2013 ("Act"). As required under Regulation 46 of the Listing Regulations the terms and conditions of appointment of IDs are available at https://kairosoft.ai/shareholder-info/
11) **Declaration by Independent Directors ("IDs"):**
12) The Board of Directors of the Company have confirmed that all Independent Directors comply with the criteria of Independence as mentioned in SEBI (LODR), 2015 and have mentioned that they are independent of management as on 31.03.2026. Necessary confirmations have also been taken from the Independent Directors in compliance with Rule 6 Sub Rule 3 of the Companies (Appointment and Qualification of Directors) Rules, 2019, as amended from time to time. The Board of Directors of the Company have taken on record the declarations and confirmations submitted by the Independent Directors under Regulation 16(1)(b) read with 25(8) of the SEBI Listing Regulations. Pursuant to Section 150(1) of the Act, read with the Com-panies (Accounts) Rules, 2014 all the Independent Directors of the Company are registered on the website of Institute of Corporate Affairs.

General Body Meetings

i. **Location and Time where last three years Annual General Meetings were held**

F. Y.	Date	Location	Time	Special Resolution Passed at the AGM
2022-23	28/09/2023	304, Building No. 61, Vijay Block, Laxmi Nagar, Delhi, 110092	01:00 P.M	6
2023-24	25/09/2024	through Video Conferencing/Other Audio-Visual Means ("VC/OAVM"),	03:00 P.M	3
2024-25	15/09/2025	through Video Conferencing/Other Audio-Visual Means ("VC/OAVM"),	12:00 P.M	2

Communication to the Shareholders

In accordance with Regulation 47 of the Listing Regulations, the quarterly, half-yearly and annual financial result of the Company are published in Financial Express (English) and Jansatta (Hindi). As required under Regulation 46 of the Listing Regulations, the results are also displayed on the Company's website www.kairosoft.ai. All price-sensitive information and matters that are material to shareholders are displayed on the website of the Company after its submission to the Stock Exchange. The Company's website is a comprehensive reference for all stakeholders. The Annual Report, Quarterly Results, Shareholding Pattern, Press Releases, Intimation of Board Meetings and other relevant information of the Company are posted through BSE Corporate Compliance & Listing Centre portal for investor information.

General Shareholder Information

The details of AGM, Book Closure period are being disclosed in the Notice conveying the 44th AGM forming part of the Annual Report.

Listing on stock exchange: -

Name of the Stock Exchange	ISIN	Scrip Code
BSE Ltd. ("BSE"), Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	INE820M01018	506122

Annual Listing Fees to BSE for the F.Y 2025-26 and 2026-27 has been paid. (26-27 yet to be paid)

Market Price Data

The monthly high and low prices and volumes of shares of the Company at BSE Limited (BSE) for the year ended 31st March, 2026 are as under:

Month	High Price (Rs)	Low Price (Rs)
Apr 25	329.75	282.75
May 25	268.65	230.40
Jun 25	218.90	178.40
Jul 25	169.50	145.35
Aug 25	176.65	118.25
Sep 25	112.35	49.70
Oct 25	55.34	44.02
Nov 25	49.96	42.05
Dec 25	50.40	40.00
Jan 26	50.00	40.00
Feb 26	52.39	42.76
Mar 26	40.21	42.21

Registrar& Share Transfer Agent. Skyline Financial Services Private Limited
D-153/A, Okhla Industrial Area,
Phase-I, New Delhi-110020
Ph.: 011 - 26812682 / 83 & 64732681 to 88
Contact Person: Mr. Sarbesh Singh Ph. No.: +919953022071
Email ID: admin@skylinerta.com

Share Transfer Process
Shareholders holding shares in physical form are requested to correspond with the Company's Registrar and Transfer Agent ("RTA") – M/s Skyline Financial Services Private Limited quoting their Folio No. / DP ID & Client ID at their aforesaid address. The process of physical transfer of shares had been discontinued by SEBI vide its Press Release No. 51/2018 dated 3rd December, 2018, hence the RTA has not effected any physical transfer of shares post 1st April, 2019. Share-holders holding shares in electronic form should address their correspondence, except those relating to dividend, to their respective Depository Participants ("DPs"). As per the requirement of Regulation 40(9) of SEBI (Listing Regulations), the Company has obtained the yearly certificates from the Company secretary in practice for due compliance of share transfer formalities, which, is then submitted to the Stock Exchanges within a period of 30 days from the end of the year

Transfer of Unclaimed Dividend and Shares to the Investor Education and Protection Fund ('IEPF')

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no outstanding unclaimed/unpaid dividend as on 31st March 2026.

Nomination Facility

Shareholders holding shares in electronic form should contact their respective Depository Participants ("DPs") to avail this facility.

Designated E-mail Address for Investor Service

As required under Regulation 46 of the Listing Regulations, the designated e-mail address for investors services, i.e. infopptinvestment@gmail.com or cs@volkai.iois provided on the website of the Company to serve them better.

Distribution of shareholding as on 31 March, 2026

Share holding	Number of Shareholders	% to Total Numbers	Share or De-benture holding Amount	% to Total Amount
1	2	3	4	5
Up To 5,000	2954	98.63	5006310	42.32
5001 To 10,000	26	0.87	1860380	15.73
10001 To 20,000	5	0.17	726930	6.15
20001 To 30,000	1	0.03	241690	2.04
30001 To 40,000	4	0.13	1258780	10.64
40001 To 50,000	2	0.07	914460	7.73
50001 To 1,00,000	3	0.10	1821010	15.39
1,00,000 and Above				
Total	**2995**	**100.00**	**11829560.00**	**100.00**

Dematerialization of shares and liquidity

Total 1182956 shares of Company constituting 37.17% of the Total Issued Capital of the Company are in dematerialized form out of which 19.95% of shares are dematerialized with CDSL and 17.21% of shares are dematerialized with the NSDL.

GDRs/ ADRs/Warrants or any Convertible instruments

The Company has not issued GDRs/ADRs/Warrants or any Convertible instruments during the year.

Plant Locations

Not Applicable

Address for Correspondence

UNIT NO. 500 5th Floor ITL Twin Tower, Plot No. B-9, NSP, Pitampura, Saraswati Vihar, North West Delhi, Delhi, Delhi, India, 110034

Disclosures

Related Party Transactions

During the year ended on 31 March, 2026 there was no materially significant related party transaction/s that may have potential conflict with the interests of company at large.

Statutory Compliances, Penalties and structures

During the year under review, the BSE Limited (**"the Exchange"**) has imposed the SOP fine of Rs. 1,07,380/- for Noncompliance of Regulation 6 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 w.r.t. Appointment of Compliance Officer within the prescribed timeline in First quarter of 2024. The Company had paid entire amount of the fine on 27th July 2026 to the Exchange ensuring compliances with the regulatory requirement.

Whistle Blower policy

The Company has adopted a Whistle Blower Policy to provide a mechanism whereby the employees are given a direct access to the Chairperson of Board and the Audit Committee to report about the unethical behavior, fraud and violation of Company's Code of Conduct and to provide sufficient provisions for the protection against the victimization of employees who avail such mechanism and it is affirmed that no personnel has been denied access to the Audit Committee.

Accounting Standards Followed by the Company

In the preparation of the financial statements, the Company has followed Ind AS referred to in Section 133 of the Act. The significant accounting policies which are consistently applied are set out in the Notes to the Financial Statements.

Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this regulation

The Company is fully compliant with the corporate governance requirements specified in Regulations 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations, as applicable and compliance reports on Corporate Governance in the requisite formats, have been submitted to the stock exchanges on which the Company's shares are listed from the date of its applicability on the Company. The Company has complied with all the mandatory requirements of corporate governance as specified in the Listing Regulations from the date of its applicability on the Company. In addition, the Board has taken cognizance of the discretionary requirements as specified in Part E of Schedule II to the Listing Regulations and are being reviewed from time to time.

Disclosure of commodity price risks and commodity hedging activities

Not Any

Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A).

Not Any

Non-acceptance of any recommendation of any committee of the board by the Board of Directors, which is mandatorily required during the financial year.

Not Any

Code of Conduct

The Board Members has adopted a model Code of Conduct ("the Code") for Executive Directors, Non-Executive

Directors, Independent Directors, senior management personnel of the Company. In compliance with Regulation 26 (3) of the SEBI Listing Regulations, all the Board Members and senior management personnel have affirmed compliance with the Code during the year ended March 31, 2026. The Code is available on our website at www.kairosoft.ai A Declaration to this effect, duly signed by the Managing Director, is annexed hereto as **Annexure-II(a)**

Certificate from Company Secretary in Practice

The certificate Required under Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from a Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors by the Board/ Ministry of Corporate Affairs or any such statutory authority has been received and was placed before the Board. The same is provided as **Annexure II(b)** to this report.

Total fees for all services paid by the listed entity and its subsidiaries to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part: Rs 1.25 lakhs for the financial year 2025-26.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

a. Number of complaints filed during the financial year: NIL
b. Number of complaints disposed of during the financial year: NIL
c. Number of complaints pending as on end of the financial year: NIL

Non-compliance of any requirement of corporate governance report of sub paras (2) to (10) of Para C of Schedule V

Not Any

The extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted.

The discretionary requirements as specified in Part E of Schedule II have not been adopted.

The disclosures of the compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 4

The disclosures of the compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses(b) to (i) of sub-regulation (2) of Regulation 46The Certain compliances during the year had been missed out/ filed belately with the corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of SEBI Listing Regulations. Company has not maintained any functional website during the Financial Year.

CEO and CFO Certification

As required under the Listing Regulations, the Managing Director and the CFO of the Company have certified the accuracy of financial statements for the financial year 2025-26 and adequacy of internal control systems for financial reporting for the said year, which is appended to this Report as **Annexure-V.**

Compliance Certificate

The Certificate of Compliance as stipulated under Regulation 34(3) read with Schedule V of the SEBI Listing Regulations is obtained from Mr. Sumit Bajaj, Practicing Company Secretary.

Annexure-II(a)

DECLARATION ON CODE OF CONDUCT

Declaration under Regulation 34(3) read with Para D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding adherence to the Code of Conduct

I, Deva Ram, Managing Director of Kairosoft AI Solutions Limited (formerly known as Pankaj Piyush Trade & Investment Ltd), hereby declare that all members on the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Business Conduct and Ethics of the Company for FY 2025-26. These Codes are available on the Company's website i.e. www.Kairosoft.ai.

For Kairosoft AI Solutions Limited
(Formerly known as Pankaj Piyush Trade & Investment Ltd)

Date: 05.08.2026
Place: Delhi

Sd/-
Deva Ram
Managing Director
DIN: 09003288

Annexure-II(b)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
Kairosoft AI Solutions Limited
(Formerly Known as Pankaj Piyush Trade and Investment Limited)
Unit No. 500 5th Floor ITL Twin Tower, Plot No. B-9, NSP,
Pitampura, Saraswati Vihar, North West Delhi, India, 110034

We have examined the following documents:
Declaration of non-disqualification as required under Section 164 of Companies Act, 2013 ('the Act');
Disclosure of concern or interests as required under Section 184 of the Act; (hereinafter referred to as 'relevant documents') as submitted by the Directors of **Kairosoft AI Solutions Limited** ('the Company') bearing CIN: L22209DL1982PLC256291 and having its registered office at UNIT NO. 500 5th Floor ITL Twin Tower, Plot No. B-9, NSP, Pitampura, Saraswati Vihar, North West Delhi, Delhi, Delhi, India, 110034, to the Board of Directors of the Company ('the Board') for the Financial Year ended 31st March 2025 and relevant registers, records, forms and returns maintained by the Company and as made available to us for the purpose of issuing this Certificate in accordance with Regulation 34(3) read with Schedule V Para C Clause 10(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. We have considered non-disqualification to include non-debarment by Regulatory/ Statutory Authorities

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.
Ensuring the eligibility for the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. Based on our examination as aforesaid and such other verifications carried out by us as deemed necessary and adequate (including Directors Identification Number (DIN) status at the portal www.mca.gov.in), in our opinion and to the best of our information and knowledge and according to the explanations provided by the Company, its officers and authorized representatives, we hereby certify that none of the Directors on the Board of the Company, as listed hereunder for the Financial Year from 1st April 2025 to 31st March 2026, have been debarred or disqualified from being appointed or continuing as Directors of Companies, by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

Sr. No.	Name of Director	DIN	DIN Status	Date of Cessation
1.	Mr. Sagar Khurana	07691118	Approved	22-04-2026
2.	Mr. Achal Kapoor	09150394	Approved	-
3.	Mr. Deva Ram	09003288	Approved	-
4.	Ms. Anupma Kashyap	09720124	Approved	-
5.	Mr. Santosh Khuswaha	02994228	Approved	-

This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year from 1st April 2025 to 31st March 2026.

For Sumit Bajaj & Associates
(Practicing Company Secretary)

CS Sumit Bajaj
(Proprietor)
C.P. No: 23948
M.No.:45042

Place: New Delhi
Date: 05.08.2026
UDIN: A045042H001033546

Annexure-II(c)

CORPORATE GOVERNANCE CERTIFICATE

[Pursuant to Regulation 34(3) and Schedule V Para E of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Members of
KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade &Investment Limited)
UNIT NO. 500 5th Floor ITL Twin Tower, Plot No. B-9, NSP,
Pitampura, Saraswati Vihar, North West Delhi, Delhi-110034

1. Background

We have been approached by **KAIROSOFT AI SOLUTIONS LIMITED** ("the Company") to examine the compliance with the conditions of Corporate Governance by the Company, as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), as amended from time to time, for the financial year from 1st April 2025 to 31st March 2026

2. Management's Responsibility

The Compliance of conditions of Corporate Governance stipulated in the Listing Regulations is the responsibility of the management. The management shall devise adequate systems, internal controls and processes to monitor and ensure the same.

3. Our Responsibility

Our responsibility is limited to conducting an examination of the systems, internal controls and processes ad-opted by the Company and implementation thereof to monitor and ensure with the conditions of Corporate Governance and report thereon.

4. Methodology

1. In order to conduct our examination, we were provided with the relevant documents and information including explanations, wherever required.
2. Our examination was conducted in a manner which provided us with a reasonable basis for evaluating the systems, internal controls and processes adopted by the Company to monitor and ensure compliance with the conditions of Corporate Governance and to certify thereon.

5. Disclaimer

1. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
2. This report is neither an assurance as to the future viability of the Company nor the efficiency or effective-ness with which the management has conducted the affairs.

For Sumit Bajaj & Associates
(Practicing Company Secretary)

Place: New Delhi
Date: 05.06.2026
UDIN: A045042H001033502

CS Sumit Bajaj
(Proprietor)
C.P. No: 23948
M.No.:45042

s. agarwal & co.
CHARTERED ACCOUNTANTS

123, Vinobapuri, Lajpat Nagar - II
New Delhi - 110 024
Phones : Off. : 29830625, 29838501
E-mail : sagarwal1910@gmail.com

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF KAIROSOFT AI SOLUTIONS LIMITED

Report on the audit of the Financial Results

Opinion

We have audited the accompanying Standalone financial statements of **KAIROSOFT AI SOLUTIONS LIMITED** *('the company')*, which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including the statement of other comprehensive income, the Cash flow statement and the Statement of change in Equity for the year ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2026 and its profit/(loss) (including Other Comprehensive Income), its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Standalone financial statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS Standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

S. AGARWAL & Co. Chartered Accountants FRN New Delhi

We have determined the matters described below to be the key audit matters to be communicated in our report.

S.no	Key Audit Matters	How our audit addressed the key audit matter
1	**Impairment of Loan and Advances** The company has applied a simplified ECL model to determine the impairment against Loan and Advances at the reporting date. The expected credit loss (ECL) model involves the use of various assumptions and study of historical observed defaults rates over the expected life of Loans. The significant judgments include the assessment for the forward-looking estimates. Due to the significance of Loan and Advances and the significant judgment involved in determining the ECL, the impairment of Loan and Advances was considered to be Key audit matter	• We have assessed the design and implementation and tested the operating effectiveness of the Company's relevant key financial controls around the ECL allowance. • We critically assessed the ECL model developed by the Company and verified with requirement of Ind AS 109. • Tested Key assumptions and judgments, such as those used to assess the likelihood of default and loss on default by comparing two historical data • We considered the adequacy of the disclosures in the standalone financial statements against the requirement of Ind As 109, Financial Instruments and Ind AS 107, Financial Instruments Disclosures

.

Information Other than the Standalone financial statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the Standalone financial statements and our auditor's report thereon.

Our opinion on the Standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

Responsibilities of Management and Those Charged with Governance for the Standalone financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Ind AS Standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the audit of the Standalone financial statements

Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve

S. AGARWAL & CO. CA

collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

  We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "***Annexure* A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143 (3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in the paragraph below Clause h(iv), on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014;

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

c. The Balance Sheet and the Statement of Profit and Loss including other comprehensive income, the Cash Flow statement and the statement of changes in equity dealt with by this Report are in agreement with the books of account;

d. In our opinion, the aforesaid Standalone financial statements comply with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time

e. On the basis of written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "***Annexure B***"; and

g. The provision of section 197 read with Schedule V to the Act regarding managerial renumeration have been complied by the company

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company does not have any pending litigations which would impact its financial position;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   iv. Based on our examination which included test checks and information given to us, the Company has used accounting softwares for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and same has not been operated throughout the year for all relevant transactions recorded in the respective softwares, furthermore during the course of Audit we did not come across any instance of audit trail feature being tempered with one implemented.

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

v. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph above on reporting under section 143(3)(b) of the Act and paragraph above on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014

For S. Agarwal & Co.
Chartered Accountants
FRN: 000808N

S.N. Agarwal
(Partner)
M. No.: 012103

Place: New Delhi
Date: 30.05.2026
UDIN: 26012103DOABMY4030

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

"Annexure A" to the Independent Auditors' Report

(Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Standalone financial statements of the Company for the year ended March 31, 2026)

Annexure - A to the Auditors' Report

The Annexure A referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2026, we report that:

1) (a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;

(B) As per information and explanation given to us, the company is maintaining proper records showing full particulars of intangible assets which is under development

(b) The Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.

(c) According to information and explanation given to us, the company does not hold any immovable property during the year dealt with by this report. Accordingly, the provisions of sub-clause (i)(c) of para 3 of the order are not applicable.

(d) The company has not revalued its Property, Plant and Equipment or intangible assets or both during the year.

(e) No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2) (a) The company does not have any inventory as on 31.03.2026.

(b) The company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.

3) In respect of loans or advances in the nature of loans, secured or unsecured given to the companies, firms, limited liability partnership or any other parties during the year -:

(a) During the year, the Company has made investments in and granted loans/advances in the nature of loans to parties. The details of such transactions are as under:

Particulars	Amount (in Lakhs)
Aggregate amount granted/provided during the year	RS 226.57
Aggregate amount Invested during the year	Rs 956.76
Balance of loans outstanding as at 31 March 2026	Rs 1061.20
Balance of loans outstanding as at 31 March 2025	Rs 2054.11

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

Balance of Investment outstanding as at 31 March 2026	Rs 963.72
Balance of Investment outstanding as at 31 March 2025	Rs 0.49

(b) In our opinion, the investments made and the terms and conditions of the grant of loans/advances in the nature of loans during the year are, prima facie, not prejudicial to the interest of the Company.

(c) The above-mentioned loans are demand loans repayable on demand hence no schedule of their repayment is required. Accordingly, we are unable to comment on the regularity of repayment of principal and payment of interest.

(d) Since the loans are repayable on demand and no repayment schedule has been stipulated, hence reporting on the amount overdue for more than ninety days is not applicable.

(e) No loan or advance in the nature of loan granted by the Company which has fallen due during the year has been renewed or extended or fresh loans granted to settle the overdues of existing loans.

(f) The Company has granted loans aggregating to ₹ 226.57 Lakhs during the year and total outstanding balance of loans as on 31.03.2026 is Rs 1061.20 lakhs, representing 100% of the total loans granted, which are repayable on demand. In respect of such loans, the aggregate amount outstanding as at the balance sheet date is ₹ 1061.20 lakhs. The loans are supported by balance confirmations and promissory notes obtained from the borrowers.

4) According to information and explanations given to us, The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of investments by it during the year.

5) As per the provisions of Section 73 and 76 the company does not have nor has accepted any deposit during the year.

6) The maintenance of cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act is not applicable on the Company.

7) (a)The company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, duty of customs, value added tax, cess and any other statutory dues to the appropriate authorities and there are no arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date, they became payable

However, during the year, the provisions of the Employees' Provident Fund and Miscellaneous Provisions Act, 1952 and the Employees' State Insurance Act, 1948 became applicable to the Company. The Company has not yet obtained registration under the said Acts and, accordingly, has not determined the liability, if any, payable thereunder. As this is the first year of applicability of these Acts and the Company is in the process of obtaining registration, the amount of Provident Fund and ESI dues, if any, payable by the Company is presently not ascertainable

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

(b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, GST, duty of customs, duty of excise, value added tax outstanding on account of any dispute

8) There are no transactions not recorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(9) (a) According to the information and explanation given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender

(b) The company has not been declared willful defaulter by any bank or financial institution or other lender;

(c) According to the information and explanations given to us by the management, the company has utilized the loans against the purpose for which it was obtained

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds have been raised on short-term basis that have been utilized for the long- term purpose by the Company

(e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

10) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) therefore clause relating to diversion of said funds is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

11) (a) No fraud by the company or fraud on the company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors)
Rules, 2014 with the Central Government;

(c) No whistle-blower complaints, have been, received during the year by the company;

12) The Company is not a Nidhi Company defined under section 406 of Companies Act 2013

13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Standalone financial statements as required by the applicable accounting standards.

S. AGARWAL & Co. CA FRN 000808N New Delhi Chartered Accountants

14) (a) The company has an internal audit system commensurate with the size and nature of its business;

(b) The reports of the Internal Auditors for the period under audit were considered by the us.

15) The company has not entered into any non-cash transactions with directors or persons connected with him.

16) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b) The Company has not conducted any Non-Banking Financial or Housing Financial Activities

(c) the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

(d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the provisions of sub clause (xvi)(d) of para 3 the order are not applicable.

17) The company has incurred cash losses of Rs 2.47 lakhs in the financial year and in the immediately preceding financial year of Rs 236.33 Lakhs

18) There has been resignation of the statutory auditors during the year. We have adequately communicated with the outgoing auditors and no material issues, objections or concerns raised by the them.

19) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone financial statements , the auditor's knowledge of the Board of Directors and management plans, there is no material uncertainty on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

20) Provisions of section 135 of the Companies Act 2013 relating to CSR activities regarding are not applicable on the Company

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

21) Reporting on any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated Standalone financial statements is not applicable in case of standalone financial statements

For S. Agarwal & Co.
Chartered Accountants
FRN: 000808N

S.N. Agarwal
(Partner)
M. No.: 012103

Place: New Delhi
Date: 30.05.2026
UDIN: 26012103DOABMY4030

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

"Annexure B" to the Independent Auditors' Report

(Referred to in paragraph 2(f) of the independent auditor's report of even date on the Standalone financial statements of the company for the year ended March 31, 2026.)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act").

We have audited the internal financial controls over financial reporting of **KAIROSOFT AI SOLUTIONS LIMITED** ("the Company") as of March 31, 2026 in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Board of Directors of the Company are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the "Guidance Note on Audit of Internal Financial Controls Over Financial Reporting" (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the 'Guidance Note') and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and Directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Standalone financial statements .

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S. Agarwal & Co.
Chartered Accountants
FRN: 000808N

S.N. Agarwal
(Partner)
M. No.: 012103

Place: New Delhi
Date: 30.05.2026
UDIN: 26012103DOABMY4030

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
BALANCE SHEET AS AT 31st MARCH 2026

(₹ in 000's)

Particulars	Notes	As at 31st March 2026	As at 31st March 2025
ASSETS			
Non- current assets			
Property, plant and equipment and Intangible Assets	5		
Tangible		977.73	871.18
Intangible Assets		13,204.98	-
Intangible Assets underdevelopment		118,167.00	1,987.00
Financial assets			
Investments	6	96,371.31	49.85
Other Financial Assets	7	16,886.83	17,421.83
Deferred tax Assets (Net)	8	352.39	-
Current assets			
Financial assets			
Trade receivables	9	25,129.00	-
Cash and cash equivalents	10	16,539.29	197,017.58
Loans and Advances	11	106,120.44	205,427.50
Other current assets	12	11,278.57	11,006.19
Total Assets		405,027.52	433,781.13
EQUITY AND LIABILITIES			
Equity			
Equity share capital	13	31,829.56	31,829.56
Other equity	14	363,701.83	367,350.00
Liabilities			
Non current liabilities			
Provision	15	108.12	-
Deferred tax liabilities (Net)	16	-	201.78
Current Liabilities			
Financial liabilities			
Borrowings	17	6,529.71	1,900.00
Trade payables			
- Outstanding dues of creditors other than Micro Enterprises and Small Enterprises	18	1,681.94	29,309.88
Other financial liabilities	19	970.48	1,316.44
Provisions	20	113.04	90.00
Other current liabilities	21	92.84	1,783.47
Total Equity and Liabilities		405,027.52	433,781.13

Summary of material accounting policies and accompanying notes form an integral part of these financial statements. 1-44

This is the balance sheet referred to in our report of even date.

For S. Agarwal & Co.
Chartered Accountants
(Firm Registration No.000808N)

For and on behalf of the Board of Directors of
Kairosoft AI Solutions Limited

For KAIROSOFT AI SOLUTIONS LIMITED
Director

For KAIROSOFT AI SOLUTIONS LIMITED
Director

S.N. Agarwal
Partner
Membership No.: 012103
UDIN:

Deva Ram
Managing Director
DIN:09003288

Santosh Kumar Kushawaha
Director
DIN: 02994228

Ayushi Sinha
Chief Financial Officer
PAN:KZWPS8631C

Harshal Agarwal
Harshal Kumar Agarwal
Company Secretary
PAN:AOLPA3260M

Place : New Delhi
Dated : 30.05.2026

S. AGARWAL & Co. Chartered Accountants FRN 000808N New Delhi

KAIROSOFT AI SOLUTIONS LIMITED

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31st MARCH 2026

(₹ In 000's)

Particulars	Notes	For the year ended 31st March 2026	For the year ended 31st March 2025
REVENUE			
Revenue from operations	22	34,036.15	-
Other income	23	11,074.16	17,718.25
Total Revenue (I)		**45,110.31**	**17,718.25**
EXPENSES			
Employee benefits expense	24	11,395.02	6,750.16
Finance Cost	25	97.37	7.58
Depreciation and amortization expenses	5	4,007.11	293.03
Other expenses	26	33,813.16	42,559.44
Total expenses (II)		**49,312.65**	**49,610.20**
Profit/ (loss) before exceptional items and tax (I-II)		**(4,202.34)**	**(31,891.95)**
Exceptional items		-	(8,000.00)
Profit before tax and after exceptional items		**(4,202.34)**	**(23,891.95)**
Tax expense			
Current tax	27	-	-
Deferred tax	27	51.99	34.39
Profit/ (loss) for the period (III)		**(4,254.33)**	**(23,926.35)**
OTHER COMPREHENSIVE INCOME		-	-
Total Other Comprehensive Income (IV)		-	-
Total Comprehensive Income for the period (III+IV)		**(4,254.33)**	**(23,926.35)**
Earning per equity share (EPS)			
Basic (In ₹)	28	(3.60)	(20.23)
Diluted (In ₹)	28	(3.60)	(20.23)

Summary of material accounting policies and accompanying notes form an integral part of these financial statements. 1-44

This is the balance sheet referred to in our report of even date.

For S. Agarwal & Co.
Chartered Accountants
(Firm Registration No.000808N)

S.N. Agarwal
Partner
Membership No.: 012103
UDIN:

Place : New Delhi
Dated : 30.05.2026

For and on behalf of the Board of Directors of
Kairosoft AI Solutions Limited

For KAIROSOFT AI SOLUTIONS LIMITED
Director

For KAIROSOFT AI SOLUTIONS LIMITED
Director

Deva Ram
Managing Director
DIN:09003288

Santosh Kumar Kushawaha
Director
DIN: 02994228

Ayushi Sinha
Chief Financial Officer
PAN:KZWPS8631C

Harshal Kumar Agarwal
Company Secretary
PAN:AOLPA3260M

KAIROSOFT AI SOLUTIONS LIMITED

KAIROSOFT AI SOLUTIONS LIMITED

S. AGARWAL & Co. Chartered Accountants FRN 000808N New Delhi

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st MARCH 2026

(₹ In 000's)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
CASH FLOW FROM OPERATING ACTIVITIES		
Net profit/ (loss) before tax and after	(4,202.34)	(23,891.95)
Adjustments for items: -		
Interest received	(9,571.56)	-
Profit on sale of Fixed Assets	-	(3,143.59)
Deferred Tax Expense		
Depreciation	4,007.11	293.03
Operating Profit before working capital changes	(9,766.80)	(26,742.51)
Working capital adjustments: -		
(Increase)/ decrease in inventories	-	-
(Increase)/ decrease in trade receivables	(25,129.00)	-
(Increase)/ decrease in other current assets	(272.37)	(7,160.39)
(Increase)/ decrease in Loans	99,307.06	(1,403.06)
(Increase)/ decrease in other Non current assets	-	20.00
(Increase)/ decrease in other financial assets	535.00	(511.69)
Increase/ (decrease) in trade payables	(27,627.94)	29,107.56
Increase/ (decrease) in other financial liabilities	(345.96)	(1,572.44)
Increase/ (decrease) in provision	131.16	36.00
Increase/ (decrease) in other current liabilities	(1,690.63)	1,266.89
Cash generated from operations	35,140.53	(6,959.64)
Direct taxes paid	-	-
Net cash flow from operating activities (A)	35,140.53	(6,959.64)
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Tangible Assets	(984.01)	(1,027.00)
Purchase of Inangible Assets	(16,349.45)	-
Purchase of Intangibles - WIP	(116,180.00)	(1,987.00)
Sale of Tangible Assets	14.82	5,610.00
Investment in Equity Shares	(96,321.46)	-
Interest received	9,571.56	-
Net cash flow from investing activities (B)	(220,248.53)	2,596.00
CASH FLOW FROM FINANCING ACTIVITIES		
Net proceeds from issue of equity shares	-	195,739.00
Net proceeds from borrowings	4,629.71	(100.00)
Net cash flow from financing activities (C)	4,629.71	195,639.00
Net cash flow during the year (A + B + C)	(180,478.29)	191,275.36
Add: Opening cash and cash equivalents	197,017.58	5,742.22
Closing cash and cash equivalents	16,539.29	197,017.58
Components of cash and cash equivalents		
Cash on hand	1,427.23	1,336.26
Balance with banks	15,112.06	85,681.31
Fixed Deposit with maturity of less than 12 months	-	110,000.00
	16,539.29	197,017.58
Summary of material accounting policies and accompanying notes form an integral part of these financial statements.		1-44

This is the balance sheet referred to in our report of even date.

For S. Agarwal & Co.
Chartered Accountants
(Firm Registration No.000808N)

S.N. Agarwal
Partner
Membership No.: 012103
UDIN:

Place : New Delhi
Dated : 30.05.2026

For KAIROSOFT AI SOLUTIONS LIMITED

For and on behalf of the Board of Directors of
Kairosoft AI Solutions Limited

For KAIROSOFT AI SOLUTIONS LIMITED

Director

Director

Deva Ram
Managing Director
DIN:09003288

Santosh Kumar Kushawaha
Director
DIN: 02994228

KAIROSOFT AI SOLUTIONS LIMITED

Harshal Agarwal

Ayush Sinha
Chief Financial Officer
PAN:KZWPS8631C

Harshal Kumar Agarwal
Company Secretary
PAN:AOLPA3260M

KAIROSOFT AI SOLUTIONS LIMITED

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31st MARCH 2026

(₹ In 000's)

A. Equity Share Capital

Balance as at 1st April 2025	Changes in equity share capital during the year	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at 31st March 2026
11,829.00	-	11,829.00		11,829.00

Balance as at 1st April 2024	Changes in equity share capital during the year	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at 31st March 2025
4,000.00	-	4,000.00	7,829.00	11,829.00

B. Preference Share Capital

Balance as at 1st April 2025	Changes in equity share capital during the year	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at 31st March 2026
20,000.00	-	20,000.00	-	20,000.00

Balance as at 1st April 2024	Changes in equity share capital during the year	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at 31st March 2025
20,000.00	-	20,000.00	-	20,000.00

C. Other Equity

(I) Current reporting period

Particulars	Reserve & Surplus				Total
	Capital Reserves	Securities Premium	General Reserves	Retained Earnings	
Balance as at 1st April 2025	245,669.49	367,909.44	560.00	(246,788.94)	**367,349.99**
Prior period error	-	-	-	-	-
Restated balance as at 1st April 2025	245,669.49	367,909.44	560.00	(246,788.94)	**367,349.99**
Total comprehensive income	-	-	-	(4.25)	(4.25)
Securities Premium	-		-	-	-
Transfer to retained earnings	-	-	-	606.16	**606.16**
Balance as at 31st March 2026	245,669.49	367,909.44	560.00	(246,187.03)	**367,951.90**

(II) Previous reporting period

Particulars	Reserve & Surplus				Total
	Capital Reserves	Securities Premium	General Reserves	Retained Earnings	
Balance as at 1st April 2024	245,669.49	180,000.00	560.00	(222,862.59)	**203,366.90**
Prior period error	-	-	-	-	-
Restated balance as at 1st April 2024	245,669.49	180,000.00	560.00	(222,862.59)	**203,366.90**
Total comprehensive income	-	-	-	(23,926.35)	(23,926.35)
Securities Premium	-	187,909.44	-	-	187,909.44
Transfer to retained earnings	-	-	-	-	-
Balance as at 31st March 2025	245,669.49	367,909.44	560.00	(246,788.94)	**367,349.99**

Summary of material accounting policies and accompanying notes form an integral part of these financial statements. 1-44

This is the balance sheet referred to in our report of even date.

For S. Agarwal & Co.
Chartered Accountants
(Firm Registration No.000808N)

For KAIROSOFT AI SOLUTIONS LIMITED
Director

For and on behalf of the Board of Directors of
Kairosoft AI Solutions Limited

For KAIROSOFT AI SOLUTIONS LIMITED
Director

S.N. Agarwal
Partner
Membership No.: 012103
UDIN:

Deva Ram
Managing Director
DIN:09003288

Santosh Kumar Kushawaha
Director
DIN: 02994228

Place : New Delhi
Dated : 30.05.2026

Ayushi Sinha
Chief Financial Officer
PAN:KZWPS8631C

Harshal Agarwal

Harshal Kumar Agarwal
Company Secretary
PAN:AOLPA3260M

KAIROSOFT AI SOLUTIONS LIMITED

S. AGARWAL & Co. Chartered Accountants FRN 000808N New Delhi

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

Note 1
Corporate Information:

Kairosoft AI Solutions Limited is a Company incorporated on the 29th day of May, 1982. It is registered with Registrar of Companies, Delhi. The Company is engaged in the business of designing, developing, licensing, maintaining, and supporting Artificial Intelligence (AI) powered software solutions in India and elsewhere in the world and undertake research and development in the field of AI and machine learning for the purpose of creating innovative software solutions, provide consultancy services related to AI implementation, integration, and application across various industries, acquire, hold, sell, lease, or otherwise deal in intellectual property rights related to AI software solutions.. The Company is listed with Bombay Stock Exchange (INE820M01018).

Note 2
Basis for preparation of Financial Statements:

(a) Business Environment and Industry Challenges
The Company is engaged in the field of Artificial Intelligence (AI) development and related technology solutions, which is an emerging and rapidly evolving industry. The AI sector is characterized by continuous technological advancements, changing customer preferences, evolving regulatory frameworks, intense market competition, and significant investments in research and development.

The Company may experience operational and financial fluctuations arising from various industry-specific factors, including rapid technological changes, uncertainty in commercialization timelines, evolving data protection and compliance requirements, dependency on skilled technical resources, and changing global economic conditions affecting technology spending.

The management continuously evaluates market trends, technological developments, funding requirements, and business opportunities to strengthen the Company's position in this emerging sector. Considering the dynamic nature of the AI industry, the financial performance of the Company may witness periodic variations and uncertainties in the short term; however, the management remains confident regarding the long-term growth potential and sustainability of the business.

The accompanying financial statements have been prepared on a going concern basis based on management's assessment of future business prospects, operational plans, and available financial resources.

(b) Compliance with Ind AS
These Financial Statements are prepared on going concern basis following accrual basis of accounting and comply in all material aspects with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and subsequent amendments thereto & the Companies Act, 2013.

(c) Basis of measurement/ Use of estimate
(i)The Standalone Financial Statements are prepared on going concern and accrual basis under the historical cost convention
(ii) The preparation of Standalone Financial Statements requires judgments, estimates and assumptions that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the Standalone Financial Statements and the reported amount of revenues and expenses during the reporting period.
(d)Recent Accounting Pronouncements: The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under the Companies (Indian Accounting Standards) Rules from time to time. During the year, MCA notified amendments to various Indian Accounting Standards, including Ind AS 21, Ind AS 1, Ind AS 7, Ind AS 107 and Ind AS 12, applicable to the Company with effect from April 1, 2025. The Company has reviewed the said amendments and based on its evaluation has determined that they do not have a material impact on its financial statements.

(e)Functional and presentation currency
These Standalone Financial Statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded to the nearest thousands(up to two decimals), except as stated otherwise.

S. AGARWAL & Co.
CA
FRN 000808N
New Delhi
Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

NOTE 3

Material Accounting Policies:

A summary of the material accounting policies applied in the preparation of the Standalone Financial Statements are as given below. These accounting policies have been applied consistently to all periods presented in the Standalone Financial Statements.

(3.a) Property plant and equipment (PPE)

3.a.1. Initial recognition and measurement

Property, plant and equipments ("PPE") are measured at cost less accumulated depreciation/amortization and accumulated impairment losses. Cost includes expenditure that is directly attributable to bringing the asset, inclusive of non-refundable taxes & duties, to the location and condition necessary for it to be capable of operating in the manner intended by management.

When parts of an item of property, plant and equipments have different useful lives, they are recognized separately.

Spare parts are capitalized when they meet the definition of PPE, i.e. when the Company intends to use these for a period exceeding 12 months.

On transition to IND AS, the Company has elected to continue with the carrying value of all of its PPE recognized, measured as per the previous GAAP and use that carrying value as the deemed cost of the PPE.

3.a.2. Depreciation

Depreciation on Property, Plant and Equipment, including assets taken on lease, other than freehold land is charged based on Written down method on an estimated useful life as prescribed in Schedule II to the Companies Act, 2013.

Depreciation on additions to/deductions from property, plant and equipment during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

In circumstance, where a PPE is abandoned, the cumulative capitalized costs relating to the property are written off in the same period.

The useful life of asset taken into consideration as per Schedule II for the purpose of calculating depreciation is as follows: -

Particulars of Property, Plant & Equipment	Useful life (in years)
Furniture	10
Motor Vehicle	8
Office Equipment	5
Computer	3
Plant and Machinery (General)	13
Plant and Machinery (Special)	15
Intangible Assets	5

Depreciation/amortisation is not recorded on Intangible Assets underdevelopment until development and installation are complete and the asset is ready for its intended use.

An item of Property, Plant and Equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of Property, Plant and Equipment are determined as a difference between the sale proceeds and the carrying amount of the asset and is recognized in the profit and loss. At the end of each reporting period, the Company reviews the carrying amounts of tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss.

(3.b) Revenue recognition:

With Effective 1st April, 2018, the Company has applied Ind AS 115 – Revenue from Contracts with Customers Pursuant to adoption of Ind AS 115, Revenue from contracts with customers are recognized when the control over the goods or services promised in the contract are transferred to the customer. The amount of revenue recognized depicts the transfer of promised goods and services to customers for an amount that reflects the consideration to which the Company is entitled to in exchange for the goods or services.

3.b.1 **Interest Income:** The Company recognises interest income using Effective Interest Rate (EIR) on all financial assets subsequently measured at amortised cost. EIR is calculated by considering all costs and other incomes attributable to acquisition of a financial assets.

3.b.2 **Dividend:** Dividend income from investments is recognised when the shareholders' right to receive payment has been established which is generally when the shareholders approve the dividend.

3.b.3 **Other revenue from operations:** The Company recognises revenue from contracts with customers (other than financial assets to which Ind AS 109 'Financial Instruments' is applicable) based on a comprehensive assessment model as set out in Ind AS 115 'Revenue from contracts with customers'. The Company identifies contract(s) with a customer and its performance obligations under the contract, determines the transaction price and its allocation to the performance obligations in the contract and recognises revenue only on satisfactory completion of performance obligations. Revenue is measured at fair value of the consideration received or receivable.

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

(3.c) Financial Instruments:

3.c.1 Financial Assets:-

Recognition and initial measurement: -

Financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument and are measured initially at fair value adjusted for transaction cost.

Subsequent measurement: -

Equity instrument and Mutual Fund: - All equity Instrument and mutual funds within scope of Ind-AS 109 are measured at fair value. Equity instrument and Mutual fund which are held for trading are classified as at fair value through profit & loss (FVTPL). For all other equity instruments, the Company decided to classify them as at fair value through other comprehensive income (FVTOCI).

Debt instrument: - A 'debt instrument' is measured at the amortised cost if both the following conditions are met. The assets are held within a business model whose objective is to hold assets for collecting contractual cash flows, and contractual terms of the assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method.

De- Recognition of financial Assets: -

A financial asset is primarily de-recognised when the rights to receive cash flows from the asset have expired or Company has transferred its right to receive cash flow from the asset.

Impairment of financial assets: -

The Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

3.c.2 Financial Liabilities : -

Recognition and initial measurement: -

All financial liabilities are recognised initially at fair value and transaction cost that is attributable to the acquisition of the financial liabilities is also adjusted. Financial liabilities are classified at amortised cost.

Subsequent measurement: -

Subsequent to initial recognition, these liabilities are measured at amortised cost using the effective interest rate method.

De-recognition of financial liabilities

Financial liabilities are derecognized when the obligation under the liabilities are discharged or cancelled or expires. Consequently, write back of unsettled credit balances is done on closure of the concerned project or earlier based on the previous experience of Management and actual facts of each case and recognized in other Operating Revenues.

Further when an existing Financial liability is replaced by another from the same lender on substantially different terms, or the terms of existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

3.c.3 Off setting of financial instrument: -

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is currently enforceable legal right to offset the recognized amounts and there is an intention to settle on net basis, to realize the assets and settle the liabilities simultaneously.

3.c.4 Impairment of Financial Assets: -

Equity instruments, Debt Instruments and Mutual Fund: - In accordance with Ind-AS 109, the Company applies Expected Credit Loss model for measurement and recognition of impairment loss for financial assets. Expected Credit Loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive.

Other Financial Assets: - The Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, impairment loss is provided.

3.c.5 Expected Credit Loss (ECL): -

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowances on Loans with significant financing component is measured at an amount equal to 12-month ECL. For all other financial assets, expected credit losses are measured at an amount equal to the lifetime 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL.

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considers current and anticipated future economic conditions relating to industries the Company deals with and the countries where it operates.

The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recorded is recognized as an impairment gain or loss in condensed consolidated statement of comprehensive income.

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

(3.d) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise of cash at bank and on hand and short- term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts if they are considered an integral part of the Company's cash management.

(3.e) Taxation

3.e.1 **Current Income tax:** Provision for current tax is made as per the provisions of the Income Tax Act, 1961.The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Management periodically evaluates positions taken in the tax returns with respect to applicable tax regulations which are subject to interpretation and establishes provisions where appropriate.

3.e.2 Deferred Tax: Deferred tax is provided using the Balance Sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets and liabilities are measured based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity).

(3.f) Employee benefits
Short Term Benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid under performance related pay if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Post-employment benefit

The Company's gratuity scheme is a defined benefit plan. The liability for gratuity is determined on the basis of an actuarial valuation carried out at the Balance Sheet date using the Projected Unit Credit Method. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in accordance with the applicable accounting standards.

(3.g) Earning per share

Basic earnings/ (loss) per share are calculated by dividing the net profit/ (loss) for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for any bonus shares issued during the period and also after the Balance Sheet date but before the date the Ind AS financial statements are approved by the Board of Directors.

For the purpose of calculating diluted earnings/ (loss) per share, the net profit/ (loss) for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potentially dilutive equity shares are adjusted for bonus shares as appropriate. The dilutive potential equity shares are adjusted for the proceeds receivable, had the shares been issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date.

(3.h) Provision, contingent liabilities and contingent assets

Provision: A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation.

Contingent Liability: Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of judgment of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

(3.i) Current and Non Current classification: All assets and Liabilities have been classified as current or non-current. Based on the nature of product and activities of the Company and their realization in cash and cash equivalent, the Company has determined its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

Deferred tax assets/liabilities are classified as non-current.

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

NOTE 4

Major Estimates and Judgments made in preparing Standalone Financial Statements

The preparation of the Company's Standalone Financial Statements requires management to make judgements and estimates that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. These include recognition and measurement of financial instruments, estimates of useful lives and residual value of Property, Plant and Equipment and Intangible Assets, valuation of inventories, measurement of recoverable amounts of cash-generating units, measurement of employee benefits, actuarial assumptions, provisions etc.

Uncertainty about these judgments and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The Company continually evaluates these estimates and assumptions based on the most recently available information. Revisions to accounting estimates are recognized prospectively in the Statement of Profit and Loss in the period in which the estimates are revised and in any future periods affected.

4.a JUDGEMENTS

In the process of applying the company's accounting policies, management has made the following judgements, which have the significant effect on the amounts recognised in the Standalone Financial Statements:

Materiality

Ind AS requires assessment of materiality by the Company for accounting and disclosure of various transactions in the Standalone Financial Statements. Accordingly, the Company assesses materiality limits for various items for accounting and disclosures and follows on a consistent basis. Overall materiality is also assessed based on various financial parameters such as Gross Block of assets, Net Block of Assets, Total Assets, Revenue and Profit Before Tax. The materiality limits are reviewed and approved by the Board.

Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter. In the similar line, management also on the basis of best judgment and estimate determines the net realizable value of the Inventories to make necessary provision.

4.b MAJOR ESTIMATES

The key assumptions concerning the future and other key sources of estimation at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the company. Such changes are reflected in the assumptions when they occur.

Useful life of property, plant and equipment and intangible assets

The estimated useful life of property, plant and equipment is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Useful life of the assets other than Plant and machinery are in accordance with Schedule II of the Companies Act, 2013.

The Company reviews at the end of each reporting date the useful life of property, plant and equipment, and are adjusted prospectively, if appropriate.

Income Taxes

The Company uses estimates and judgements based on the relevant facts, circumstances, present and past experience, rulings, and new pronouncements while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

(₹ In 000's)

PARTICULARS	As at 31st March 2026	As at 31st March 2025
NOTE 5		
Property, plant and equipment:		
Carrying amount: -		
Furniture	70.59	29.77
Computers	638.80	805.21
Mobile	133.12	36.20
Plant and Machinery	135.22	-
Intangibles		
Intangible Assets		
Intangible Assets-HR Volkai	13,204.98	-
Assets underdevelopment		
Research & Development - Volkai	118,167.00	1,987.00
Total	**132,349.71**	**2,858.18**

	Mobile	Building premise	Furniture	Computer	Plant and Machinery	Intangible Assets	Total
Cost or Deemed Cost: -							
Balance as at 1st April 2024	-	**4,071.11**	**45.84**	**425.80**	-	-	**4,542.75**
Additions during the year	39.66		29.18	958.16	-	-	1,027.00
Assets disposal/ written off during the year	-	4,071.11	-	-	-	-	4,071.11
Balance as at 31st March 2025	**39.66**	-	**75.02**	**1,383.96**	-	-	**1,498.64**
Additions during the year	128.81	-	49.15	633.32	172.73	16,349.45	17,333.46
Assets disposal/ written off during the year	14.82	-	-	-	-	-	14.82
Balance as at 31st March 2026	**153.65**	-	**124.17**	**2,017.28**	**172.73**	**16,349.45**	**18,817.27**
Accumulated Depreciation: -							
Balance as at 1st April 2024	-	**1,490.81**	**43.55**	**404.51**	-	-	**1,938.87**
Charge for the year	3.46	113.61	1.70	174.24	-	-	293.01
Depreciation on assets disposed/ written off during the year	-	1,604.42	-	-	-	-	1,604.42
Balance as at 31st March 2025	**3.46**	-	**45.25**	**578.75**	-	-	**627.46**
Charge for the year	17.07	-	8.33	799.73	37.51	**3,144.47**	4,007.11
Depreciation on assets disposed/ written off during the year	-	-	-	-	-		-
Balance as at 31st March 2026	**20.53**	-	**53.58**	**1,378.48**	**37.51**	**3,144.47**	**4,634.57**
Carrying amount: -							
Balance as at 31st March 2026	**133.12**	-	**70.59**	**638.80**	**135.22**	**13,204.98**	**14,182.71**
Balance as at 31st March 2025	**36.20**	-	**29.77**	**805.21**	-	-	**871.18**

Assets under development ageing
Ageing for assets under development as at March 31, 2026 is as follows:

	Less than 1 year	1-2 Years	2-3 years	More than 3 years
Asset under development	118,167.00	-	-	-
	118,167.00	-	-	-

Notes
All the above property, plant & equipment are owned by the company.
The company has not made any change (10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment) in the value of Property, Plant & Equipment's due to revaluation.

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

PARTICULARS	As at 31st March 2026	As at 31st March 2025
		(₹ in 000's)
NOTE 6		
Investments: non-current		
In Equity Instruments (unquoted)		
4,985 (31st March 2025: 4,985) equity shares of Tia Enterprises Ltd ₹ 10 each fully paid	49.85	49.85
14,123 (31st March 2025: Nil) equity shares of Eleant Technologies Services Private Ltd. ₹ 10 each fully paid	95,676.50	-
In Equity Instruments (quoted)		
12,00 (31st March 2025: Nil) equity shares of Vedanta Limited ₹ 1 each fully paid	552.60	-
200 (31st March 2025: Nil) equity shares of Sterlite Electric Limited ₹ 10 each fully paid	92.36	-
Total	**96,371.31**	**49.85**
Aggregate amount of unquoted investments (at cost)	95,726.35	49.85
Aggregate value of impairment in the value of investments	-	-
Note 7		
Other Financial Assets		
Security Deposit	11,532.46	12,067.46
Fair Value adjustment A/C	5,354.36	5,354.36
Total	**16,886.83**	**17,421.83**

Note: Out of the total security deposit of Rs. 11,532.46/-, an amount of Rs. 11,240.36/- relates to the property Shripal Shrenik Sah Farm House, located at 350, Kadap Village ,Tal :Lakhtar, Dist:Surendranagar,Gujarat which was previously occupied under a rental arrangement. The management is taking necessary steps to recover the said deposit.

PARTICULARS	As at 31st March 2026	As at 31st March 2025
NOTE 8		
Deferred Tax Assets (net)		
Deferred tax assets/liabilities arising on account of :		
Property, plant & equipment	(189.86)	-
Provision for Expected Credit Loss	542.25	-
	352.39	-
NOTE 9		
Trade receivables: current		
Considered good - unsecured	25,129.00	-
Total	**25,129.00**	-

S No.	Particulars	Outstanding from due date of payment as on 31st March 2026					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed trade receivables : Considered good	2.00	25,127.00	-	-	-	25,129.00

S No.	Particulars	Outstanding from due date of payment as on 31st March 2025					
		Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed trade receivables : Considered good		-	-	-	-	-

PARTICULARS	As at 31st March 2026	As at 31st March 2025
NOTE 10		
Cash and cash equivalents		
Balances with banks	15,112.06	85,681.31
Cash in hand (as certified)	1,427.23	1,336.26
Fixed Deposits with maturity of 12 months or less	-	110,000.00
Total	**16,539.29**	**197,017.58**
NOTE 11		
Loans and Advances		
Loans to others:		
Unsecured, considered good	106,956.71	207,701.95
Less: Expected credit loss	(836.28)	(2,274.45)
Unsecured, considered doubtful good	-	-
Less: Expected credit loss	-	-
Total	**106,120.44**	**205,427.50**

11.1 Additional disclosure in respect of loans and advances:-

Particulars	As at 31st March 2026		As at 31st March 2025	
	Amount of loan outstanding	Percentage of the total loan and advances	Amount of loan outstanding	Percentage of the total loan and advances
Loans and advances granted to promoters, directors, KMPs and other related parties	Nil	Nil	Nil	Nil

PARTICULARS	As at 31st March 2026	As at 31st March 2025
NOTE 12		
Other current assets		
TDS Receivable	1,126.92	2,165.57
Input credit of GST	9,813.40	8,774.13
Advance to Employee	-	25.00
Prepaid Exp	-	41.49
Google Ads Credit	116.40	-
Advance paid to supplier	221.85	-
Total	**11,278.57**	**11,006.19**

S. AGARWAL & Co. Chartered Accountants FRN 000808N New Delhi

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

NOTE 13
Equity share capital

	As at 31st March 2026		As at 31st March 2025	
	Nos.	(₹ in '000')	Nos.	(₹ in '000')
Authorized share Capital:				
2,10,00,000 (31 March 2025: 2,10,00,000) Equity Shares of ₹ 10 each	21,000,000	210,000.00	21,000,000	210,000.00
Total	21,000,000	210,000.00	21,000,000	210,000.00
Issued, subscribed and fully paid- up shares				
11,82,956 (31 March 2025: 11,82,956) Equity Shares of ₹ 10 each fully paid up	1,182,956	11,829.56	1,182,956	11,829.56
20,00,000 (31 March 2025:20,00,000) Preference Share of ₹ 10 each fully paid up	2,000,000	20,000.00	2,000,000	20,000.00
Total	3,182,956	31,830	3,182,956	31,830

13.1 Reconciliation of number of equity shares and preference share amount outstanding

	As at 31st March 2026		As at 31st March 2025	
	Nos.	(₹ in '000')	Nos.	(₹ in '000')
Equity Shares				
- At the beginning of the period	1,182,956	1,182.96	400,000	4,000.00
- Issued during the year	-	-	782,956	7,829.56
Total Outstanding at the end of the period	1,182,956	1,182.96	1,182,956	11,829.56
Preference Share				
- At the beginning of the period	2,000,000	20,000.00	2,000,000	20,000.00
- Issued during the year	-	-	-	-
	2,000,000	20,000.00	2,000,000	20,000.00

13.2 Terms and rights attached to equity shares

The company has issued only one class of equity shares having a par value of ₹ 10 per share. Each holder of equity shares is entitled to vote per share. The company declares and pays dividend if any, in Indian ₹. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.
In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all the preferential amount. The distribution will be in proportion to the number of equity shares held by the shareholder.

13.3 Terms and rights attached to preference shares

The company has issued 6% non- cumulative, non- convertible preference share of ₹ 10 each at a premium of ₹ 90 each which are compulsorily redeemable after 20 years from the date of issue at par value.

The preference shares are having put and call option which can be exercised by the investor or company respectively at any time before expiry of 20 years but not earlier than expiry of 3 years from the date of issue with a minimum notice period of 3 months.

13.4 Details of shareholders holding more than 5% Equity shares in the company: -

Name of the Shareholder	As at 31st March 2026		As at 31st March 2025	
	Nos.	% Holding	Nos.	% Holding
Vinod Kumar Bansal	60,000	5.07%	60,000	5.07%
Smita Khurana	61,790	5.22%	61,790	5.22%
Rushank SS Lunkad	60,311	5.10%	-	0.00%

As per records, registers and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

13.5 .Details of Equity shares held by promoters in the Company

Promoter Name	As at 31st March 2026		As at 31st March 2025		% Change during the year
	No of Shares	% of Total Shares	No of Shares	% of Total Shares	
Vinod Kumar Bansal	60,000	5.07%	60,000	5.07%	0%

There is no change in promoters shareholding during the period ended 31st March 2025

NOTE 14
Other equity

	31st March 2026		31st March 2025	
Capital reserve				
Balance as per last financial statements	245,669.49		245,669.49	
Add/(Less): Transfer during the year	-		-	
Closing balance		245,669.49		245,669.49
Securities premium				
Balance as per last financial statements	367,909.44		180,000.00	
Add/(Less): Issued during the year	-		187,909.44	
Closing balance		367,909.44		367,909.44
General reserve				
Balance as per last financial statements	560.00		560.00	
Add/(Less): Transfer during the year	-		-	
Closing balance		560.00		560.00
Retained earnings				
Balance as per last financial statements	(246,788.93)		(222,862.58)	
Prior Period deferred Tax adjustment	606.16			
Profit/ (loss) for the year	(4,254.33)		(23,926.35)	
Closing balance		(250,437.10)		(246,788.93)
Total		363,701.83		367,350.00

(i) Nature and purpose of other reserves

General reserve
General reserve is created out of the accumulated profits of the Company as per the provisions of Companies Act,2013.

Retained earnings
All the profits made by the Company are transferred to retained earnings from statement of profit and loss.

Other comprehensive income
Other comprehensive income represents balance arising on account of changes in fair value of equity instruments carried at fair value through other comprehensive income and gain/(loss) booked on re-measurement of defined benefit plans.

Security Premiun
Any premiun received on the issue of shares cumulates to this reserve account.

S. AGARWAL & Co.
FRN 006808N
New Delhi
Chartered Accountants

NOTE 15
Provision

Provision for Gratuity payable	108.12	-
	108.12	**-**

NOTE 16
Deferred Tax Liability (net)

Deferred tax assets/liabilities arising on account of:		
Property, plant & equipment	-	201.78
TOTAL	**-**	**201.78**

(i) Movement in deferred tax liabilities (net)

Particulars	31 March 2025	Recognised/ reversed through profit and loss	Recognised/ reversed through other comprehensive income	Recognised/ reversed through other Equity	31 March 2026
Deferred tax assets/liabilities arising on account of:					
Property, plant & equipment	201.78	51.99	0.00	606.16	(352.39)
Total	**201.78**	**51.99**	**0.00**	**606.16**	**-352.39**

Particulars	31 March 2024	Recognised/ reversed through profit and loss	Recognised/ reversed through profit and loss	Recognised/ reversed through other Equity	31 March 2025
Deferred tax assets/liabilities arising on account of:					
Property, plant & equipment	167.39	34.39	-	-	201.78
Total	**167.39**	**34.39**	**-**	**-**	**201.78**

NOTE 17
Borrowings (Current)

Loan from Others	1,900.00	1,900.00
Loan from Related Party	4,629.71	-
Total	**6,529.71**	**1,900.00**

*** Loan from Others and Related Party is interest free and repayable on demand.**
**** Included under "Borrowings from Others" is an amount of Rs. 19,00,000 payable to Mr. Anshul Sakhuja and Mr. Amit Grover, who were directors of the Company at the time the loans were obtained. These individuals ceased to be directors on 13 June 2024. The loans remained outstanding as at 31 March 2026.**

NOTE 18

Trade Payables : Other than micro and small enterprises

Outstanding dues of creditors other than Micro Enterprises and Small Enterprises (Note 18.1)	1,681.94	29,309.88
Total	**1,681.94**	**29,309.88**

18.1 There are no dues to Micro and Small Enterprises as defined under Micro, Small & Medium Enterprises Development Act, 2006 which are outstanding for a period more than 45 days as on the balance sheet date.
The above information regarding Micro and Small Enterprises has been determined on the basis of information available with the Company and has been duly relied upon by the auditors of the Company.

Particulars	Outstanding from due date of payment as on 31st March 2026				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Others than MSME	911.41	680.53	90.00	-	1,681.94

Particulars	Outstanding from due date of payment as on 31st March 2025				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Others than MSME	29,309.88	-	-	-	29,309.88

NOTE 19
Other financial liabilities: current

Salary payable	870.48	1,216.44
Payable against expenses	100.00	100.00
Total	**970.48**	**1,316.44**

NOTE 20
Provision

Provision for Audit fee payable	112.50	90.00
Provision for Gratuity payable	0.54	-
	113.04	**90.00**

NOTE 21
Other current liabilities

TDS payable	80.60	1,757.37
GST Payable (Under RCM)	12.24	26.10
Total	**92.84**	**1,783.47**

S. AGARWAL & Co.
New Delhi
Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

NOTE 22
Revenue from operation

Income from sale of: -		
Enterprise Plan	32.71	-
Subscription -Income	3.43	-
Web & App Development	24,000.00	-
Marketing and Event Management	10,000.00	-
Total	**34,036.15**	**-**

NOTE 23
Other Income

Interest income on loans advances	9,420.67	14,290.92
Dividend Income	28.80	-
Interest income	150.89	-
Misc. income	-	283.74
Profit on sale of property	-	3,143.59
Discount Received	10.50	-
Other Income	25.13	-
(Prior Period Income)		
Reversal of impairment loss	1,438.17	-
Total	**11,074.16**	**17,718.25**

NOTE 24
Employee benefit expenses

Salaries & allowances	11,286.35	6,750.16
Gratuity	108.66	-
Total	**11,395.02**	**6,750.16**

Note: For related parties discloser refer note no. 30
Note: For Gratuity realated calculation refer note no. 29

NOTE 25
Finance Cost

Bank Charges	97.37	7.58
	97.37	**7.58**

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

NOTE 26

Other expenses

Consultancy Fee	312.50	-
Directors Remuneration	1,200.00	580.64
Interest Expense	(16.25)	-
Legal & professional charges	17,790.31	9,758.62
Advertisement & Marketing Expenses	5,054.13	25,191.40
Amortisation Expense	-	307.92
Car Hiring Expenses	-	1,200.00
Fees & subscription	61.77	272.95
Office Maitenance	98.47	187.19
Listing fees	-	575.00
Electricity & Water expenses	149.60	43.15
Festival Expenses	-	3.64
General Expenses	281.63	444.55
GST Expense	8.53	-
Security Services	18.94	69.06
Service & Commission	30.74	-
Rates & Taxes	65.92	114.30
Printing & stationery	32.35	37.02
Postage and Courier Expense	0.57	-
ROC Expense	6.69	
Telephone expense	61.13	20.95
Software Expenses	659.88	733.54
Tours & Travelling Expenses	2,245.47	141.70
Payment to statutory auditors	125.00	-
In respect of statutory audit	-	100.00
Server Expenses	2,750.00	259.14
Miscellaneous Expenses	138.36	98.00
Repair & maintenance	-	139.98
Office Rent	1,201.33	757.50
Registration Exp.	-	5.00
Round Off	(0.17)	0.10
Logistics Charges	35.00	-
Diwali Expenses	110.88	-
Website Expense	7.61	-
Balance Written off	121.82	-
Prior Period Expense	1,254.31	-
Loss on Security deposit	6.63	-
Impairment on Financial Asset	-	1,518.08
Total	**33,813.16**	**42,559.44**

Note: For related parties discloser refer note no. 30

NOTE 27

Income tax

Tax expense comprises of:		
Current tax	-	-
Deferred tax charge	51.99	34.39
Income tax expense reported in the statement of profit and loss	**51.99**	**34.39**

The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the Company at 25.167% and the reported tax expense in profit or loss are as follows:

Accounting profit before income tax
At India's statutory income tax rate of 25.167%

NOTE 28

Earning per share: (In₹)

Profit for the year (₹)	(4,254,327.35)	(23,926,346.14)
Amount available for equity shareholders (₹)	(4,254,327.35)	(23,926,346.14)
Total number of equity shares outstanding at the beginning of the year	400,000.00	400,000.00
Total number of equity shares outstanding at the end of the year	1,182,900.00	1,182,900.00
Weighted average number of equity shares	1,182,900.00	1,182,900.00
Earning per share - Basic and diluted (₹)	(3.60)	(20.23)
Face value per equity share (₹)	10	10

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

NOTE 29

Employee benefit
Gratuity

29.1: Table Showing Changes in Present Value of Obligations:

Period	As on: 31-03-2026
Present value of the obligation at the end of the period	1,08,664

29.2: Key results :

Period	As on: 31-03-2026
Present value of the obligation at the end of the period	1,08,664
Fair value of plan assets at end of period	0
Net liability/(asset) recognized in Balance Sheet and related analysis	1,08,664
Funded Status - Surplus/ (Deficit)	(1,08,664)

29.3: Summary of membership data at the date of valuation and statistics based thereon:

Period	As on: 31-03-2026
Number of employees	23
Total monthly salary	5,55,000
Average Past Service(Years)	0.9
Average Future Service (yrs)	33.7
Average Age(Years)	26.3
Weighted average duration (based on discounted cash flows) in years	32
Average monthly salary	24130

29.4: Actuarial assumptions provided by the company and employed for the calculations are tabulated:

Discount rate	7.00 % per annum
Salary Growth Rate	5.00 % per annum
Mortality	IALM 2012-14
Attrition / Withdrawal Rate (per Annum)	20.00% p.a.

29.5: Benefits valued:

Normal Retirement Age	60 Years
Salary	Last drawn qualifying salary
Vesting Period	5 Years of service
Benefits on Normal Retirement	15/26 * Salary * Past Service (yr).
Benefit on early exit due to death and disability	As above except that no vesting conditions apply
Limit	2,000,000

29.6: Current Liability (*Expected payout in next year as per schedule III of the Companies Act, 2013) :

Period	As on: 31-03-2026
Current Liability (Short Term)*	544
Non Current Liability (Long Term)	1,08,120
Total Liability	1,08,664

29.7: Effect of plan on entity's future cash flows
29.7 (a): Funding arrangements and funding policy

Not Applicable
29.7 (b): Expected contribution during the next annual reporting period

The Company's best estimate of Contribution during the next year	1,73,284

29 .7 (c): Maturity profile of defined benefit obligation: Weighted Average

Weighted average duration (based on discounted cash flows) in years	32

29.7 (d): Maturity Profile of Defined Benefit Obligation: Maturity analysis of benefit obligations.

01 Apr 2026 to 31 Mar 2027	544
01 Apr 2027 to 31 Mar 2028	206
01 Apr 2028 to 31 Mar 2029	206
01 Apr 2029 to 31 Mar 2030	3,221
01 Apr 2030 to 31 Mar 2031	3,716
01 Apr 2031 Onwards	1,00,771

29.8: Sensitivity Analysis: Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate and expected salary increase rate. Effect of change in mortality rate is negligible. Please note that the sensitivity analysis presented below may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumption would occur in isolation of one another as some of the assumptions may be correlated. The results of sensitivity analysis are given below:

Period	As on: 31-03-2026
Defined Benefit Obligation (Base)	1,08,664 @ Salary Increase Rate : 5%, and discount
Liability with x% increase in Discount Rate	1,04,157; x=1.00% [Change (4)%]
Liability with x% decrease in Discount Rate	1,13,574; x=1.00% [Change 5%]
Liability with x% increase in Salary Growth Rate	1,13,625; x=1.00% [Change 5%]
Liability with x% decrease in Salary Growth Rate	1,04,035; x=1.00% [Change (4)%]
Liability with x% increase in Withdrawal Rate	1,04,185; x=1.00% [Change (4)%]
Liability with x% decrease in Withdrawal Rate	1,13,237; x=1.00% [Change 4%]

Method of Valuation
Projected Unit Credit (PUC) Method: is used to assess the plan liabilities, including those related to death-in service and incapacity benefits. Under this method a projected accrued benefit is calculated at the beginning of the year and again at the end of the year for each benefit that will accrue for all active members of the plan. The projected accrued benefit is based on the plans accrual formula and service as of the beginning or end of the year, but using final compensation, projected to the age at which the employee is assumed to exit. The plan liability is actuarial present value of the projected accrued benefits as on date of valuation.

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

Note 30
Related parties: -
As per IND AS 24, the disclosures of transactions with the related parties are given below:
(a) List of related parties where control exists and also related parties with whom transactions have taken place and relationship:

		Name	Relationship	Status
(i)	Key Management Personnel	Mr. Achal Kapoor	Non-Executive - Independent Director-Chairperson	w.e.f 03.10.2024
		Mr. Sagar Khurana	Executive Director-MD	w.e.f 15.02.2023
		Mrs. Anupma Kashyap	Non-Executive - Independent Director	w.e.f 21.11.2022
		Mr. Santosh Kumar Kushawaha	Non-Executive - Non Independent Director	w.e.f 05.08.2025
		Mr. Deva Ram	Executive Director	w.e.f 28.10.2024
		Mr. Prashant Sethi	Executive Director	w.e.f 30.06.2025 Resigned w.e.f 05.08.2025
		Ms. Naina Soni	Company Secretary & Compliance Officer	Resigned 02-12-2025
		Mr. Bhagchand Sharma	Company Secretary & Compliance Officer	Resigned 30-05-2025
		Ms. Ayushi Sinha	Chief Financial Officer	w.e.f 30.05.2025
(ii)	Relatives of Key Management Personnel	No transaction have been entered into with such persons		

(b) Following transactions are made with the related parties covered under Ind AS- 24 on "Related Parties Disclosure".

(₹ in 000's)

	Transaction with	Nature of Transaction	Transaction during year	
			31st March 2026	31st March 2025
(i)	**Key Management Personnel:-**			
	Achal Kapoor	Sitting Fee	60.00	30.00
	Anupama Kashyap	Sitting Fees	36.00	27.00
	Santosh Kumar Kushwaha	Loan Received	13,005.10	6,374.34
		Repayment of Loan	8,405.53	6,374.34
	Deva Ram	Director Remuneration	1,140.00	522.57
		Reimbursement of Expenses	132.53	93.99
	Hrihana Homes Private Limited	Loan Given	77,573	-
		Reimbursement of Expenses	426	-
		Purchase of Services	90,068	-
		Sale of Services	11,800	-
	Bhag Chand Sharma	Salary	36.00	82.22
	Ms.Naina Soni	Salary	229.65	-
	Ms.Ayushi Sinha	Salary	499.22	-

(c) Closing balances with "Related parties" at the end of the year: -

	Transaction with	Nature of Transaction	Balance as on	
			31st March 2026	31st March 2025
(i)	**Key Management Personnel:-**			
	Amit Grover	Loan to company	-	1,000.00
	Anshul Sakuja	Loan to company	-	900.00
	Anupama Kashyap	Sitting Fees	3.00	3.00
	Prateek Kumar	Sitting Fees	-	11.25
	Achal Kapoor	Sitting Fees	5.00	5.00
	Santosh Kumar Kushwaha	Loan to company	4,599.58	-
	Deva Ram	Remuneration	100.00	90.00
	Bhag Chand Sharma	Salary	-	18.00
	Ayushi Sinha	Salary	50.00	-
(ii)	Relatives of Key Management Personnel	No transaction have been entered into with such persons		
(iii)	Enterprises in which Key Management Personnel and Relatives are having significant influences			
	Hrihana Homes Private Limited	Sale of Service	-	-
		Loan	30	1240.505

S. AGARWAL & Co. ★ FRN 000808N New Delhi ★ Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

NOTE 31
Segment Information:

(a) The Company has identified Two reportable segments viz.,Artificial Intelligence and financing of loans and Advances after taking into account the nature of product and services and the differing risk and returns on such products and services. The accounting policies adopted for segment reporting are in line with the accounting policy of the company with following additional policies for segment reporting: -

(i) Revenue and expenses have been identified to a segment on the basis of relation to operating activities of the segment. Revenue and expenses that relate to an enterprise as a whole and are not allocable to a segment on reasonable basis have been disclosed as "Un-allocable".

(ii) Segment Assets and Segment Liabilities represent Assets and Liabilities in respective segments. Assets and liabilities that cannot be allocated to a segment on reasonable basis have been disclosed as "Un-allocable".

(b) Segment information:-

Particulars	For the year ended on 31st March 2026	For the year ended on 31st March 2025
Segment Revenue: -		
Artificial Intelligence & Web and App development	34,036.15	-
Loans and Advances	10,858.84	17,718.25
Un- allocable	215.32	-
Total Revenue	**45,110.31**	**17,718.25**
Segment Results		
(Profit/ loss before interest and taxes)		
Artificial Intelligence & Web and App development	(15,276.50)	(38,999.00)
Loans and Advances	10,858.84	7,100.00
Un- allocable	215.32	(293.00)
Total Profit Before Taxes	**(4,202.34)**	**(32,192.00)**
Other Unallocable Expenditure net off Unallocable income	-	(8,000.00)
Profit before Tax	**(4,202.34)**	**(24,192.00)**
Segment assets		
Artificial Intelligence & Web and App development	202,535.78	199,876.00
Loans and Advances	106,120.44	(16,239.00)
Un- allocable	96,371.31	(16,625.00)
Total Assets	**405,027.52**	**167,012.00**
Segment Liabilities		
Artificial Intelligence & Web and App development	9,274.96	25,527.00
Loans and Advances	-	(3,555.00)
Un- allocable	221.16	(30,748.00)
Total	**9,496.13**	**(8,776.00)**
Capital employed		
Artificial Intelligence & Web and App development	395,531.39	-
Loans and Advances	-	399,179.56
Trading in fabric	-	-
Un- allocable		
Total	**395,531.39**	**399,179.56**

(c) Secondary Segment Information: -
The Company does not have secondary segment division in respect of reportable segments.

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

NOTE 32
Financial Instruments
Fair values hierarchy
Financial assets and liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy. The three levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Financial instruments by category

Categories of Financial Instruments and its fair value measurement

(₹ in 000's)

Particulars	31 March 2026			31 March 2025		
	FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets						
Investment in unquoted Equity Instrument	95,726.35	-	-	49.85	-	-
Investment in quoted Equity Instrument	644.96	-	-	-	-	-
Trade receivables	-	-	25,129.00	-	-	-
Loans	-	-	106,120.44	-	-	205,427.50
Cash and cash equivalents	-	-	16,539.29	-	-	197,017.58
Other financial assets	-	-	16,886.83	-	-	17,421.83
Total financial assets	**96,371.31**	-	**164,675.55**	**49.85**	-	**419,866.90**
Financial liabilities						
Borrowings	-	-	6,529.71	-	-	1,900.00
Trade payables	-	-	1,681.94	-	-	29,309.88
Other financial liabilities	-	-	970.48	-	-	1,316.44
Total financial liabilities	-	-	**9,182.13**	-	-	**32,526.31**

Fair value of instruments measured at amortised cost
Fair value of instruments measured at amortised cost for which fair value is disclosed is as follows:

Particulars	Level	31 March 2026		31 March 2025	
		Carrying value	Fair value	Carrying value	Fair value
Financial assets					
Loans	Level 3	106,120.44	106,120.44	205,427.50	205,427.50
Other financial assets	Level 3	16,886.83	16,886.83	17,421.83	17,421.83
Total financial assets		**123,007.26**	**123,007.26**	**222,849.32**	**222,849.32**
Financial liabilities					
Borrowings	Level 3	6,529.71	6,529.71	1,900.00	1,900.00
Other financial liabilities	Level 3	970.48	970.48	1,316.44	1,316.44
Total financial liabilities		**7,500.19**	**7,500.19**	**3,216.44**	**3,216.44**

The management assessed that cash and cash equivalents, trade receivables, other receivables, trade payables and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

NOTE 33
FINANCIAL RISK MANAGEMENT

The Company's activities expose it to credit risk, liquidity risk and market risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, Loans Investments, trade receivables, other financial assets.	Ageing analysis	Bank deposits, diversification of asset base, credit limits and collateral.
Liquidity risk	Borrowings and other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities.
Market risk - interest rate	Long-term borrowings at variable rates	Sensitivity analysis	Negotiation of terms that reflect the market factors.

Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables, Loans and financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

Credit risk management
Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets. The Company assigns the following credit ratings to each class of financial assets based on the assumptions, inputs and factors specific to the class of financial assets.

A: Low
B: Medium
C: High

The Company provides for expected credit loss based on the following:

	Basis of categorisation	Provision for expected credit loss
Low	Cash and cash equivalents, investments, other bank balances, loans, trade receivables other financial assets	Life time expected credit loss or 12 month expected credit loss
Medium	Trade receivables and other financial asset	Life time expected credit loss or 12 month expected credit loss
High	Trade receivables and other financial asset	Life time expected credit loss fully provided for

Life time expected credit loss is provided for trade receivables.

Based on business environment in which the Company operates, a default on a financial asset is considered when the counter party fails to make payments within the agreed time period as per contract. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Assets are written off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or a litigation decided against the Company. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognised in statement of profit and loss.

Credit rating	31 March 2026	31 March 2025
A: Low	-	-
B: Medium	-	-
C: High	-	-

Concentration of trade receivables, Loans
The Company's exposure to credit risk for trade receivables is Nil. Loans majorly represents loans provided to Individuals.
Provision for expected credit losses
The Company provides for 12 month expected credit losses for following financial assets –

As at 31 March 2026

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	16,539.29	-	16,539.29
Investment	96,371.31	-	96,371.31
Loans	106,956.71	(836.28)	106,120.43
Other financial assets	16,886.83	-	16,886.83

As at 31 March 2025

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Cash and cash equivalents	197,017.58	-	197,017.58
Investment	49.85	-	49.85
Other bank balances	-	-	-
Loans	207,701.95	(2,274.45)	205,427.50
Other financial assets	17,421.83	-	17,421.83

S. AGARWAL & Co. FRN 000808N New Delhi Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

Reconciliation of loss provision – lifetime expected credit losses

Reconciliation of loss allowance	Loans	Other financial asset
Loss allowance as on 31 March 2024	756.37	-
Impairment loss recognised/reversed during the year	1,518.08	-
Amounts written off	-	-
Loss allowance on 31 March 2025	**2,274.45**	-
Impairment loss recognised/reversed during the year	(1,438.17)	-
Amounts written off	-	-
Loss allowance on 31 March 2026	**836.27**	-

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

Maturities of financial liabilities

The tables below analyse the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.

31 March 2026	Less than 1 year	More than 1 year	Total
Non-derivatives			
Borrowings	4,629.71	1,900.00	6,529.71
Trade payable	911.41	770.53	1,681.94
Other financial liabilities	870.48	100.00	970.48
Derivatives			
Derivative liability	-	-	-
Total	**6,411.60**	**2,770.53**	**9,182.13**

31 March 2025	Less than 1 year	More than 1 year	Total
Non-derivatives			
Borrowings	-	1,900.00	1,900.00
Trade payable	29,309.88	-	29,309.88
Other financial liabilities	1,316.44	-	1,316.44
Derivatives			
Derivative liability	-	-	-
Total	**30,626.31**	**1,900.00**	**32,526.31**

Interest rate risk

The Company's fixed rate borrowings are carried at amortised cost. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.
The borrowings of the company comprises of the loan from others which in interest free and repayable on demand.

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

NOTE 34

Capital management
The Company's objectives when managing capital are to:
- To ensure Company's ability to continue as a going concern, and
- To provide adequate return to shareholders

Management assesses the capital requirements in order to maintain an efficient overall financing structure. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. The Company manages its capital requirements by overseeing the following ratios -

Particulars	31 March 2026	31 March 2025
Net debt*	6,529.71	1,900.00
Total equity	395,531.39	399,179.56
Net debt to equity ratio	**0.0165**	**0.0048**

*Net debt = non-current borrowings + current borrowings + current maturities of non-current borrowings + interest accrued

NOTE 35
Revenue recognised in relation to contract liabilities

Ind AS 115 requires disclosure of major changes on account of revenue recognised in the reporting period from the contract liability balance at the beginning of the period and other changes, as summarised below:

Description	Year ended 31 March 2026	Year ended 31 March 2025
Contract liabilities at the beginning of the year	-	-
Less: performance obligations satisfied in current year	-	-
Add: advance received during the year.	-	-
Contract liabilities at the end of the year	-	-

Disaggregation of revenue
Revenue Arises mainly From The Artificial Intelligence Sector and Interest Income On Loans.

Description	Year ended 31 March 2026	Year ended 31 March 2025
Artificial Intelligence	34,036.15	-
Interest Income	9,571.56	14,574.66
Profit on sale Sale of Property	-	3,143.59
Dividend Income	28.80	-
Other Income	1,473.80	-
	45,110.31	**17,718.25**

Geographical markets	Year ended 31 March 2026	Year ended 31 March 2025
India	45,110.31	17,718.25
Others	-	-
	45,110.31	**17,718.25**

Reconcile the amount of revenue recognised in the statement of profit and loss with the contracted price

Description	Year ended 31 March 2026	Year ended 31 March 2025
Revenue recognised during the year	45,110.31	17,718.25
Less: Discount, rebates, credits etc.	-	-
Add/Less: Any adjustment during the year	-	-
Revenue as per the contact	**45,110.31**	**17,718.25**

Timing of Revennue recognition:

Description	Year ended 31 March 2026	Year ended 31 March 2025
Revenue recognised at point in time		
Artificial Intelligence	34,036.15	17,718.25
Interest Income	9,571.56	-
Profit on sale Sale of Property	-	-
Dividend Income	28.80	-
Other Income	1,473.80	-
Revenue recognised over time		
No income recognised under this head	-	-
	45,110.31	**17,718.25**

NOTE 36

Contingent Liability not provided for	31 March 2026	31 March 2025
Contingent Liability not provided for	-	-

S. AGARWAL & Co. ★ Chartered Accountants ★ FRN 000808N New Delhi

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

NOTE 37
Additional Regulatory Disclosures

(i) Details of Benami Property held
No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) Wilful defaulter
The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(iii) Relationship with struck off companies
The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(iv) Compliance with number of layers of companies
The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(v) Compliance with approved scheme(s) of arrangements
The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(vi) Utilisation of borrowed funds and share premium
The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries
The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(vii) Undisclosed income
There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(viii) Details of crypto currency or virtual currency
The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(ix) Valuation of Property, Plant & Equipment, intangible asset and investment property
The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year.

(x) Title deeds of immovable properties not held in name of the company
All the immovable property held by the company are in its own name.

(xi) Registration of charges or satisfaction with Registrar of Companies
There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

NOTE 38
Ratio Analysis and its components

S.No.	Particulars	31st March 2026	31st March 2025	% change from March 31 2025 to March 31 2026
1	Current ratio	16.94	6.06	179.46%
2	Debt- equity ratio	1.65%	0.48%	0.00%
3	Debt Service Coverage Ratio	0.00%	0.00%	0.00%
4	Return on equity ratio	-1.07%	-7.64%	-85.98%
5	Inventory turnover ratio	0.00%	0.00%	0.00%
6	Trade receivable turnover ratio	270.89%	0.00%	0.00%
7	Trade payable turnover ratio	0.00%	0.00%	0.00%
8	Net capital turnover ratio	22.74%	0.00%	0.00%
9	Net profit ratio	-12.50%	-135.04%	-90.74%
10	Return on capital employed	-1.06%	-7.99%	-86.70%
11	Return on Investment	-1.06%	-7.99%	-86.70%

Reasons for variance of more than 25% in above ratios

(a)	**Current ratio**	Decrease in creditors led to a reduction in current liabilities, thereby increasing the current ratio.
(b)	**Debt- equity ratio**	Increase in loan liability resulted in a higher debt-equity ratio.
(c)	**Return on equity ratio**	ROI improved due to a reduction in losses
(d)	**Trade receivable turnover ratio**	The Trade Receivables Turnover Ratio increased due to higher sales during the current year
(e)	**Trade payable turnover ratio**	Due to nil credit purchases during the current year.
(f)	**Net capital turnover ratio**	Sales revenue increased while working capital remained relatively stable.
(g)	**Net profit ratio**	The Net Profit Ratio improved, because the company's net loss decreased considerably compared to the previous year
(h)	**Return on capital employed**	The Return on Capital Employed improved from -7.99% to -1.06% primarily due to a reduction in operating losses during the year
(i)	**Return on Investment**	The Return on Investment improved primarily due to a reduction in operating losses during the year.

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants

KAIROSOFT AI SOLUTIONS LIMITED
(Formerly Known as Pankaj Piyush Trade & Investment Limited)
CIN- L22209DL1982PLC256291

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2026

Components of Ratio (₹ in 000's)

S.No.	Ratios	Numerator	Denominator	March 31st 2025		March 31st 2025	
				Numerator	Denominator	Numerator	Denominator
1	Current ratio	Current Assets	Current Liabilities	159,067.30	9,388.01	208,023.77	34,309.79
2	Debt- equity ratio	Gross Debt	Total Equity(Equity Share capital+Other equity)	6,529.71	395,531.39	1,900.00	399,179.56
3	Debt Service Coverage Ratio	Income available for debt service	(Interest expense and principal payments of long term loans), where income available for debt service = Profit before exceptional items and tax + Depreciation, depletion and amortization expense + Interest expense	(195.23)	-	(31,598.93)	-
4	Return on equity ratio	Net profit after tax-Exceptional items	Average Total Equity [(Opening Equity Share capital + Opening Other equity + Closing Equity Share Capital + Closing Other Equity)/2]	(4,254.33)	397,355.48	(23,926.35)	313,273.23
5	Inventory turnover ratio	Revenue from sales of products	Average Inventory [(opening balance + closing balance)/2]	NA	NA	-	-
6	Trade receivable turnover ratio	Revenue from sales of products	Average trade receivable [(Opening balance + closing balance)/2]	34,036.15	12,564.50	-	-
7	Trade payable turnover ratio	Net Credit Purcahses	Average trade payable [(Opening balance + closing balance)/2]	-	15,495.91	-	14,756.09
8	Net capital turnover ratio	Revenue from sales of products	Working capital (Current asset-current liabilities)	34,036.15	149,679.29	-	379,051.49
9	Net profit ratio	Net profit after tax-Exceptional items	Revenue from operations	(4,254.33)	34,036.15	(23,926.35)	17,718.25
10	Return on capital employed	Profit Before interest,Tax & Exceptional item	Total Equity + Total Debts (including preference share liability)	(4,202.34)	395,531.39	(31,891.95)	399,179.56
11	Return on Investment	Income from investments	Average current investments	(4,202.34)	395,639.51	(31,891.95)	399,381.34

NOTE 39
The Ind AS financial statements were approved for issue by the Board of Directors on 30 May 2026.

NOTE 40
The Company did not have any long- term contracts including derivative contracts for which there were any material foreseeable losses.

NOTE 41
There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

NOTE 42
Previous year's figures have been re- arranged or re- grouped wherever considered necessary.

NOTE 43
Figures in brackets indicate negative (-) figures.

NOTE 44
The company does not have transactions with companies struck off under section 248 of Companies Act, 2013

For KAIROSOFT AI SOLUTIONS LIMITED

For KAIROSOFT AI SOLUTIONS LIMITED

Director

For and on behalf of the Board of Directors of
Kairosoft AI Solutions Limited

Director

Harshal Agarwal.

Deva Ram
Managing Director
DIN:09003288

Santosh Kumar Kushawaha
Director
DIN: 02994228

Ayush Shilla
Chief Financial Officer
PAN:KZWPS8631C

Harshal Kumar Agarwal
Company Secretary
PAN:AOLPA3260M

KAIROSOFT AI SOLUTIONS LIMITED

KAIROSOFT AI SOLUTIONS LIMITED

S. AGARWAL & Co.
FRN 000808N
New Delhi
Chartered Accountants